



Get ready for another unforgettable adventure in the land of Equestria. Twilight Sparkle and gang are confronted with a perilous new danger in the form of a long-unseen enemy! Written by Heather Nuhfer with art by Amy Mebberson.

**IDW**

MY LITTLE PONY: FRIENDSHIP IS MAGIC

NUHFER • MEBBERSON

**IDW**











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## TWILIGHT SPARKLE

Twilight Sparkle is a unicorn with a big heart. Even though she prefers to have her muzzle stuck in a book, she's always willing to put her work aside to help her friends! She's also one of the most magically gifted unicorns there is, thanks to her studies and the personal guidance of Princess Celestia.



## RAINBOW DASH

Rainbow Dash is the fastest pegasus around... and she knows it! Never one to turn down a challenge, she's always ready to seize the day (in the spirit of friendly competition of course!).

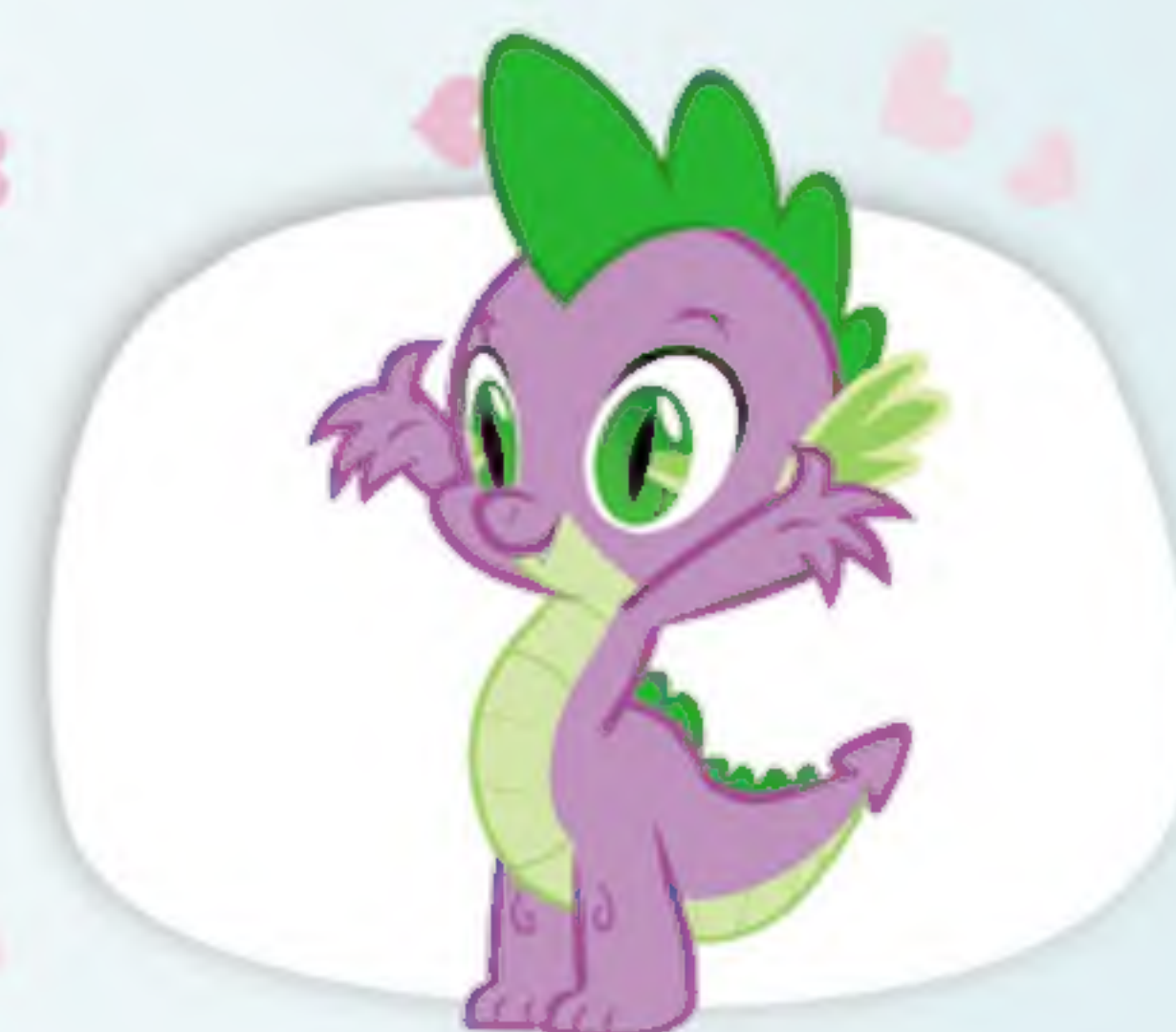
## RARITY

Rarity is a unicorn who has dedicated her life to making beautiful things... She's a fashion designer in Ponyville and has aspirations to be "the biggest thing in Equestria." She has big dreams, but she's very dedicated to her Ponyville friends who have always been there for her.



## SPIKE

Spike the Dragon is the pint-sized assistant to Twilight Sparkle. Besides helping her out in the Ponyville library, he helps her practice spells and the duties of her daily life... he may be in the designated role of "helper," but he's also her dear friend.



## FLUTTERSHY

Fluttershy is a shy pegasus with a gentle hoof. Her love and understanding of animals is almost legendary to the ponies around her. She's calm and collected, even when faced with some of the scariest beings in the Everfree Forest!



## PRINCESS LUNA

Princess Luna is Princess Celestia's sister. Before the two sisters reconciled, Luna was known as the villain Nightmare Moon!

## APPLEJACK

Applejack is a pony you can trust. She's the hardest worker in all of Ponyville and will always be there to lend a helping hoof! She and her family run Sweet Apple Acres, the foremost place to acquire apples and apple-related goodies in Ponyville.



## PRINCESS CELESTIA

Princess Celestia is the ruler of Equestria and Twilight Sparkle's mentor. Princess Celestia is kind, gentle, and powerful... everything she needs to be to rule and protect her kingdom.



## PINKIE PIE

Pinkie Pie is a pony that likes to PAR-TAY. Friendly, funny... and maybe a little weird. Pinkie Pie is always on hoof for a celebration for any occasion! She's always there with a smile and an elaborate cake, even if she's just saying "thanks for pet-sitting my alligator."



## THE CUTIE MARK CRUSADERS

The Cutie Mark Crusaders are comprised of Sweetie Belle, Apple Bloom, and Scootaloo. These young fillies have yet to earn their cutie marks (the image on a pony's flank depicting their special talent!) and they are dashing through task after task together with the sole purpose of finding what makes them unique.

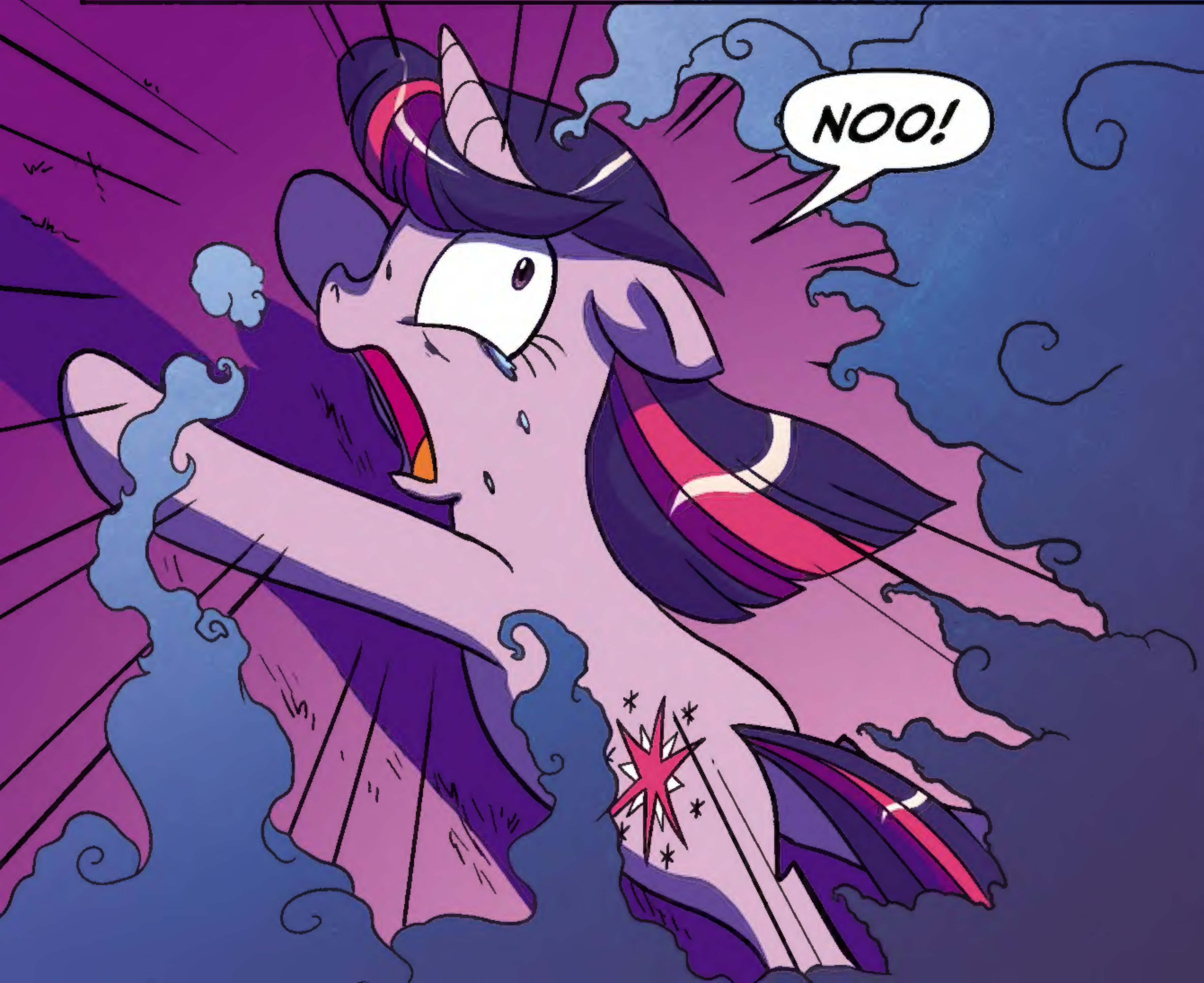








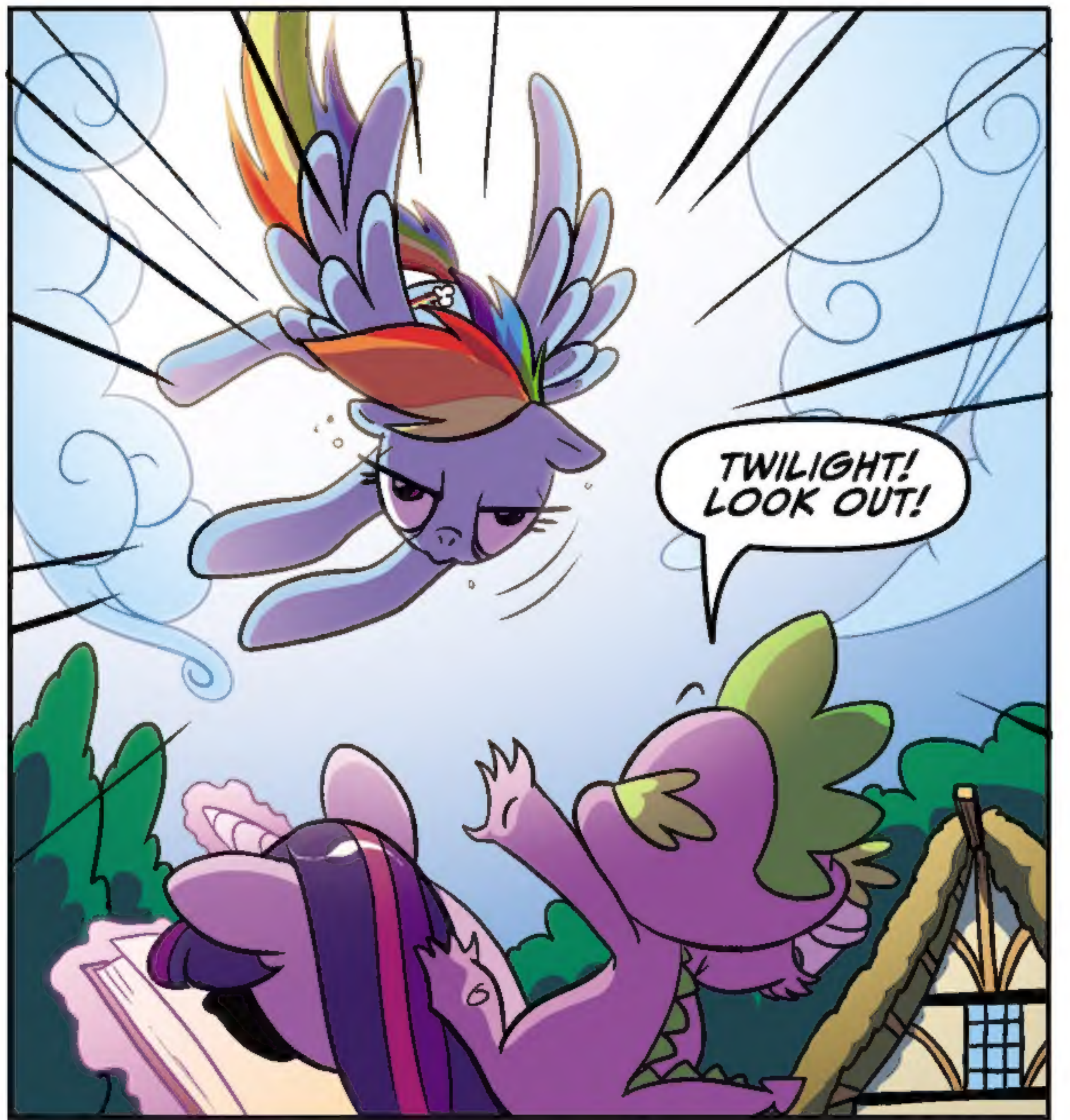
# CHAPTER ONE



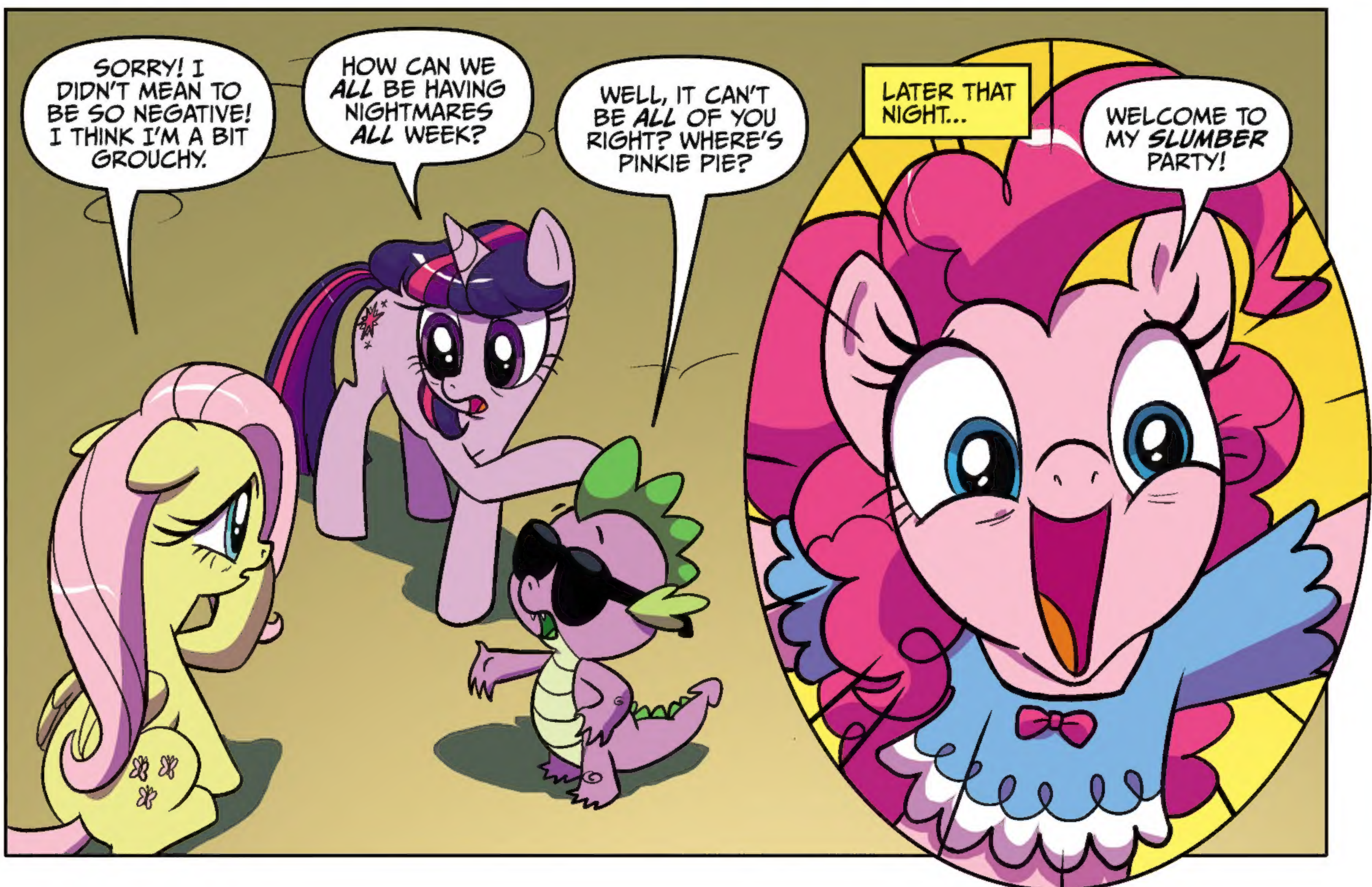














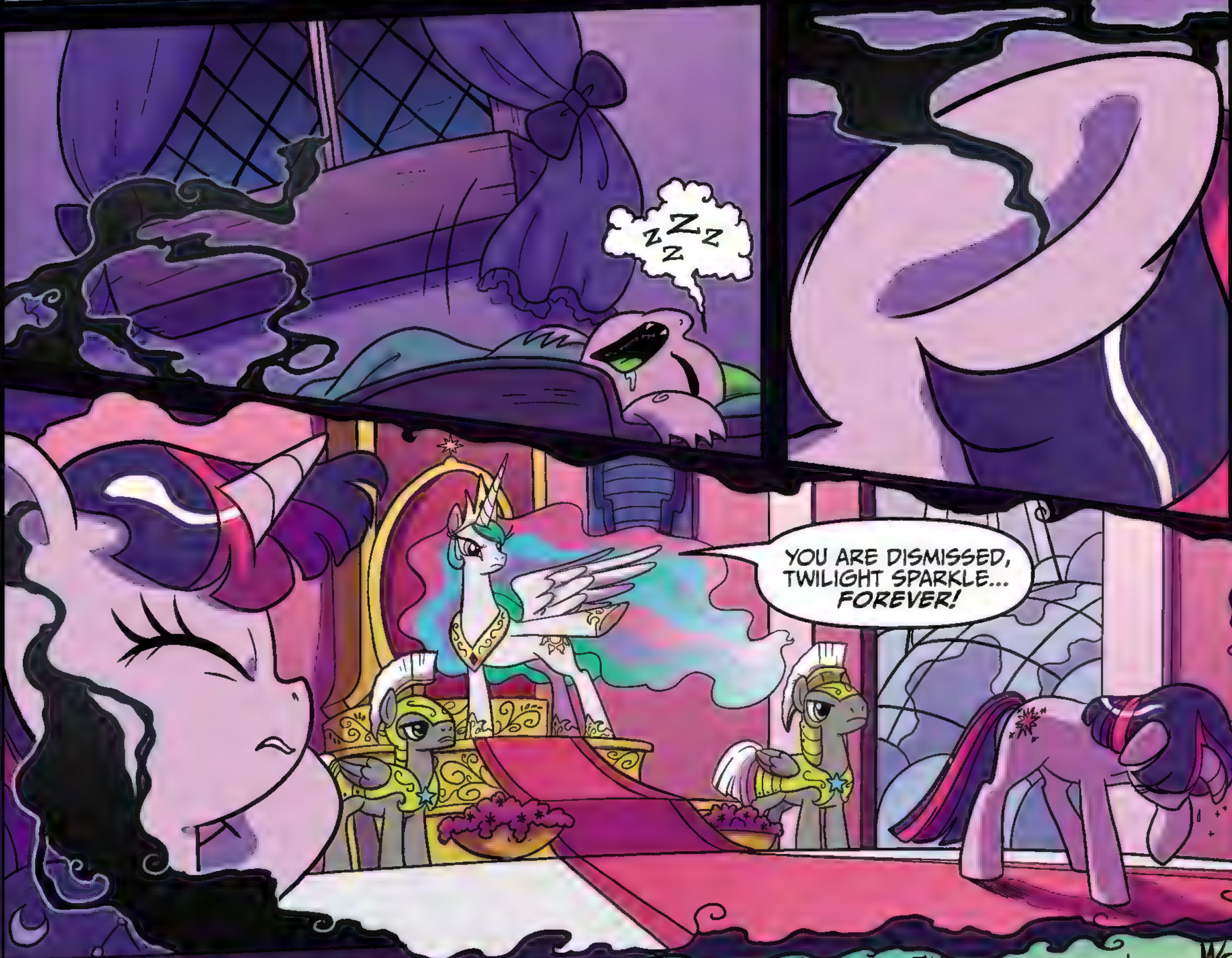








A FEW HOURS LATER...



I... I DID EVERYTHING I COULD!







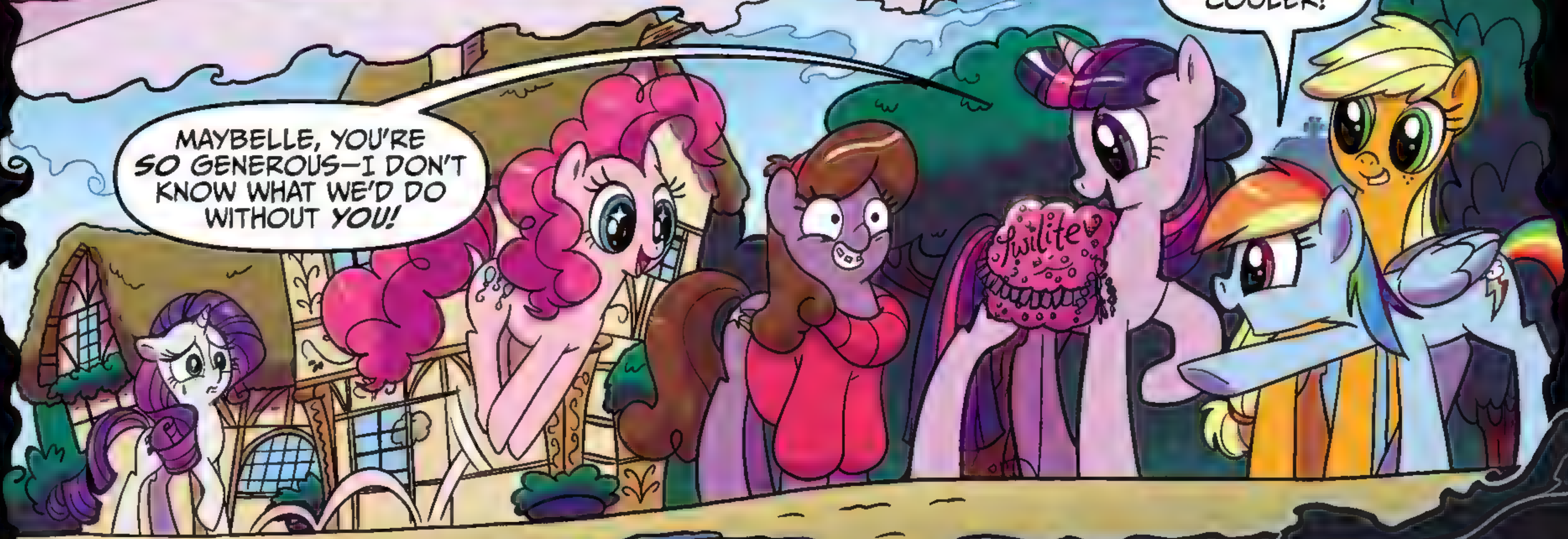




YEESH!  
NO THANKS,  
RARITY.

BUT I  
MADE IT  
JUST FOR  
YOU...

THAT'S 200%  
COOLER!



MAYBELLE, YOU'RE  
SO GENEROUS—I DON'T  
KNOW WHAT WE'D DO  
WITHOUT YOU!



...SHE DIDN'T  
EVEN SPELL  
YOUR NAME  
RIGHT...

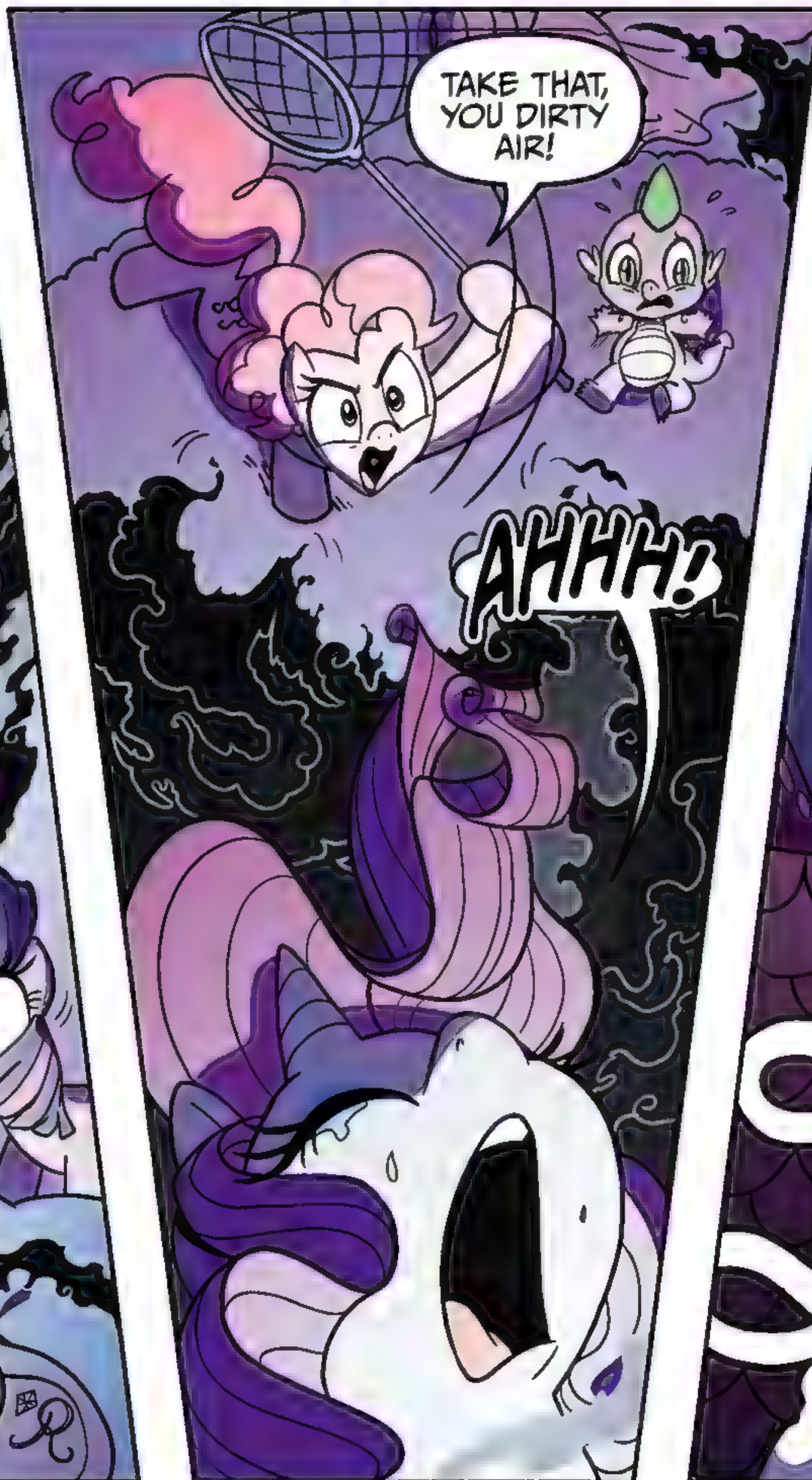
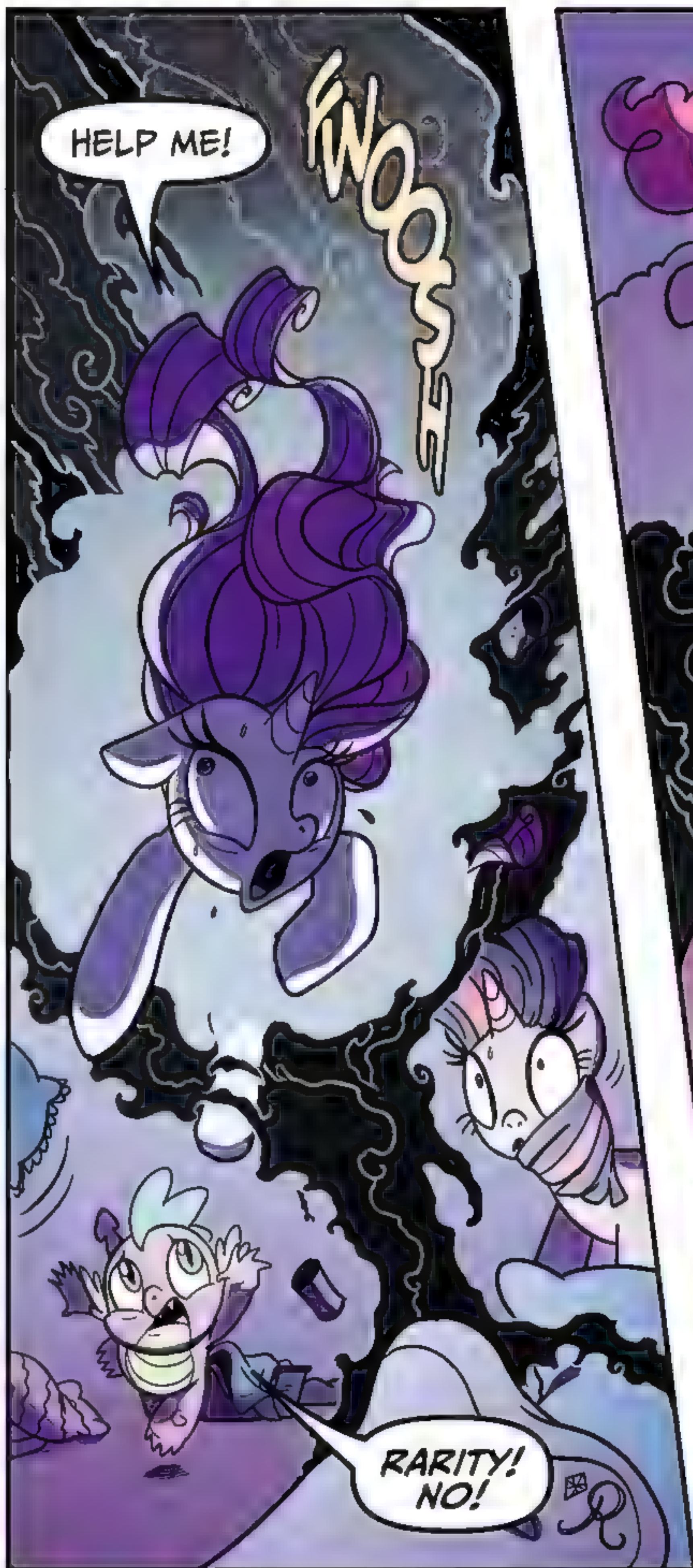
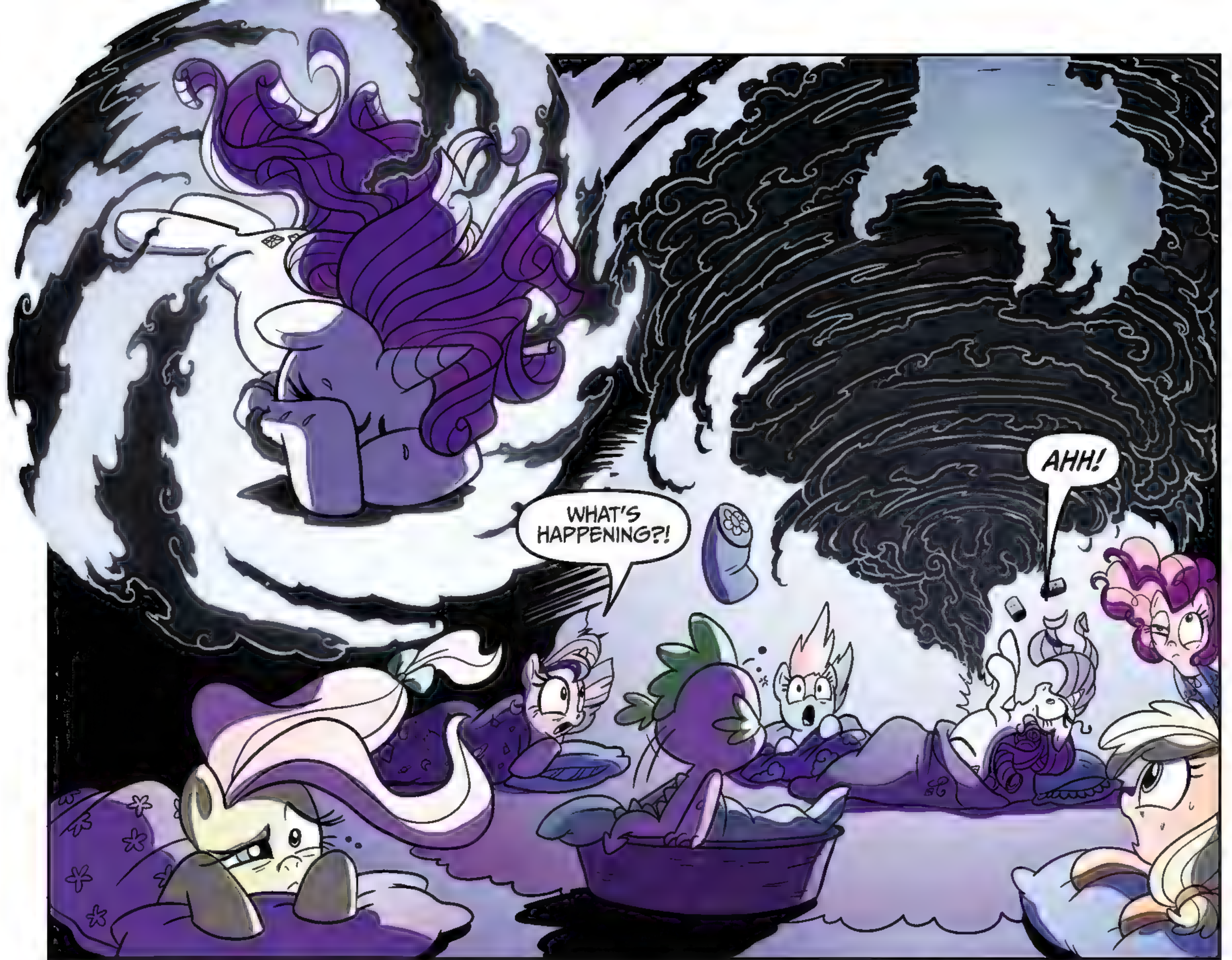
WE DON'T  
NEED ANYTHING  
FROM YOU,  
RARITY!

AND  
WE NEVER  
WILL!

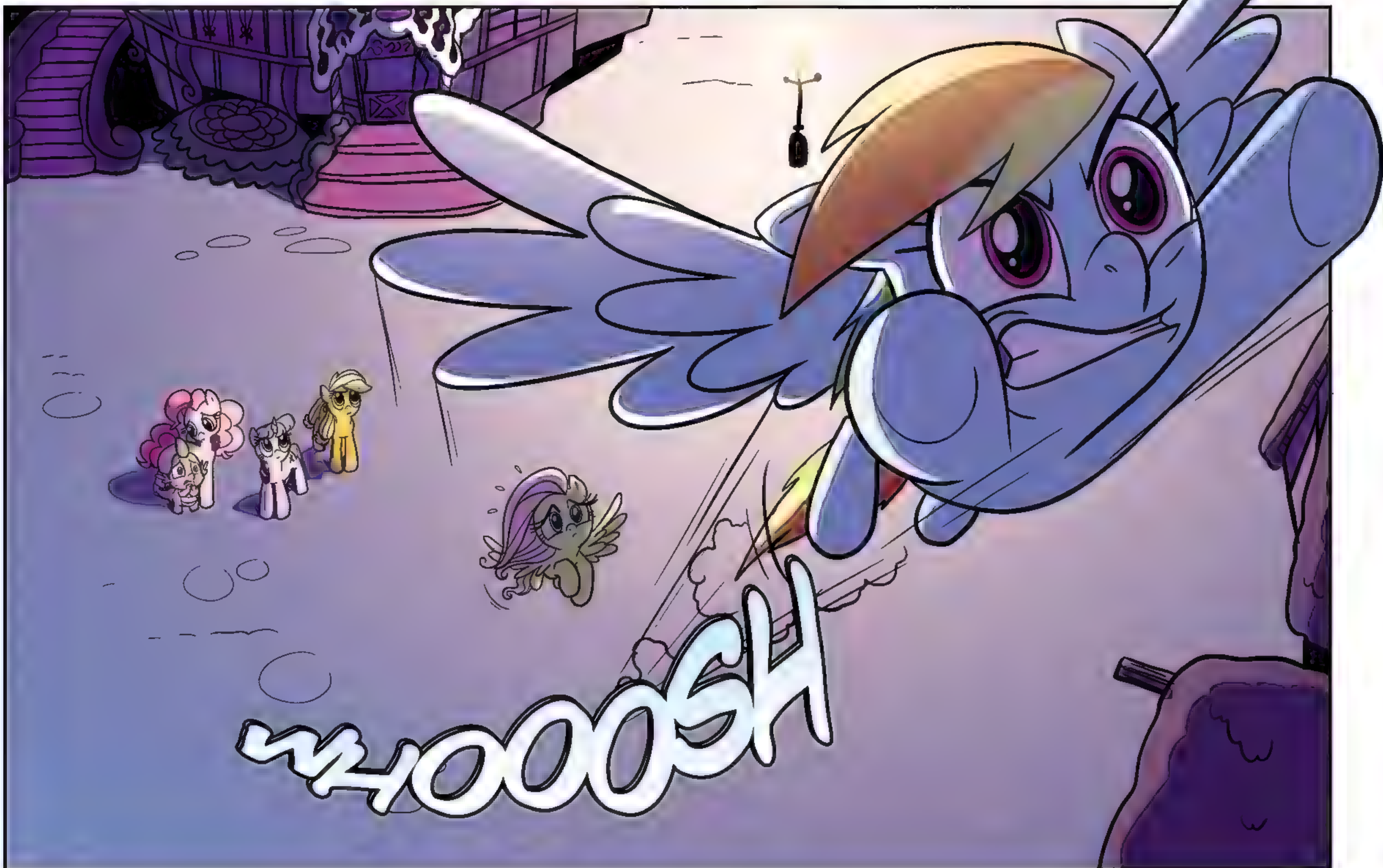
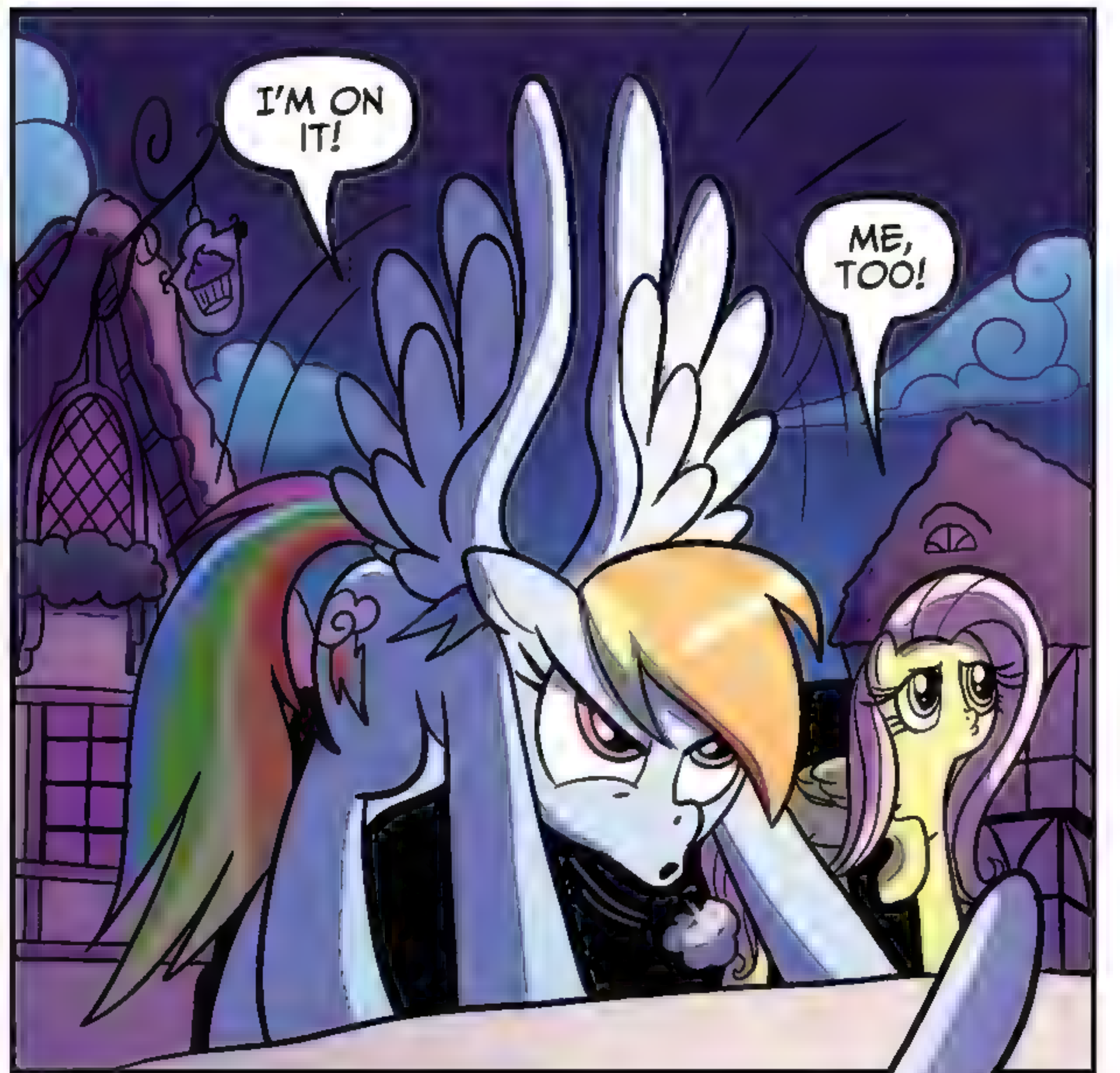
YEAH!

PLEASE,  
LET ME HELP...  
DON'T FORGET  
ABOUT ME.













LET ME GO, YOU CRETIN!

HANG ON, RARITY!

SWOOP

UGH!

POOON

RAINBOW DASH!

I'LL BE RIGHT THERE!

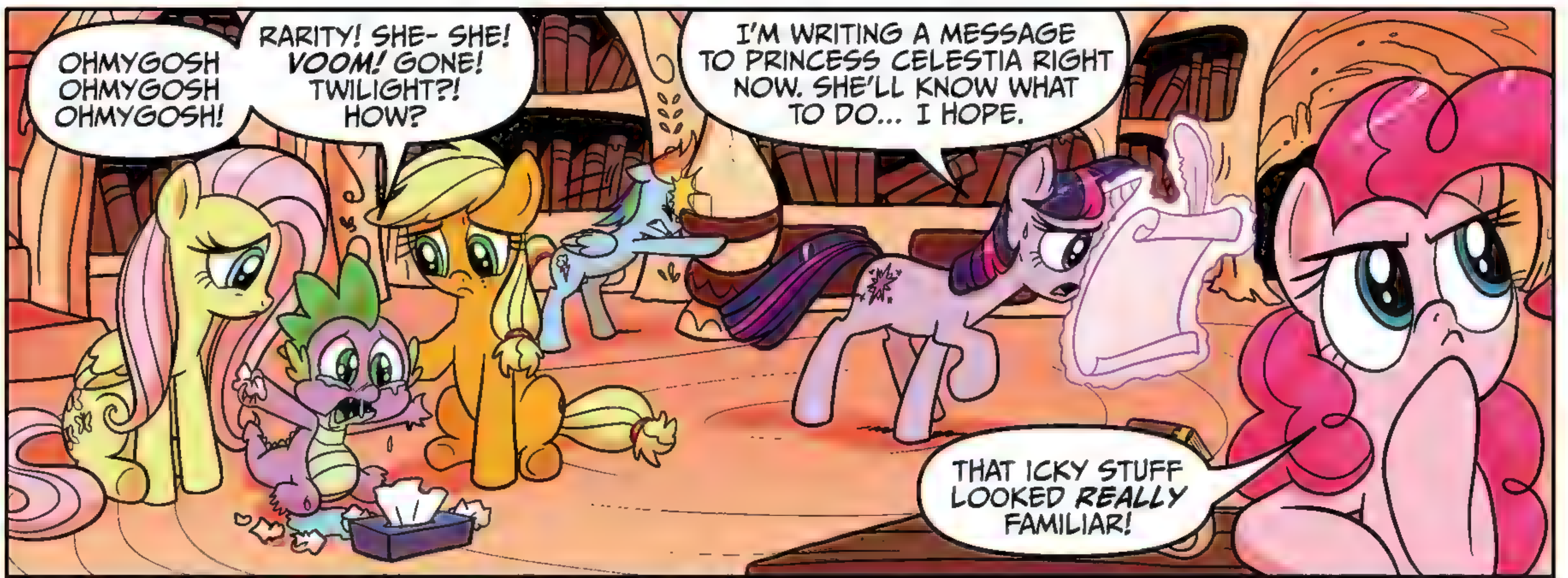
HANG ON...

POOF

















LET'S JUST BLAST ON UP THERE AND GET RARITY BACK! WE'RE WASTING TIME!

IT ISN'T THAT SIMPLE. YOU DON'T KNOW WHAT THEY ARE PLANNING...



PRINCESS LUNA, I DON'T MEAN TO BE RUDE, BUT, UM, IS THERE SOMETHING YOU *NEED* TO TELL US?

THESE PONIES CAN BE TRUSTED, LUNA. TELL US.

IT'S... IT'S TROUBLING.

PRINCESS LUNA, THERE'S NOTHING TO BE SCARED OF WHEN YOU'RE SURROUNDED BY FRIENDS!



THANK YOU, FLUTTERSHY...

SOMETHING IS HAPPENING. SOMETHING I HAD HOPED WOULD NEVER COME TO PASS.



DID YOU EAT TOO MUCH BROCCOLI?

ACCIDENTALLY WEAR YOUR SHIRT BACKWARDS ALL DAY?

USE SALT INSTEAD OF SUGAR?

SLEEP THROUGH YOUR ALARM?

REALIZE YOUR MOM WAS RIGHT ABOUT *EVERYTHING*?!

NO.

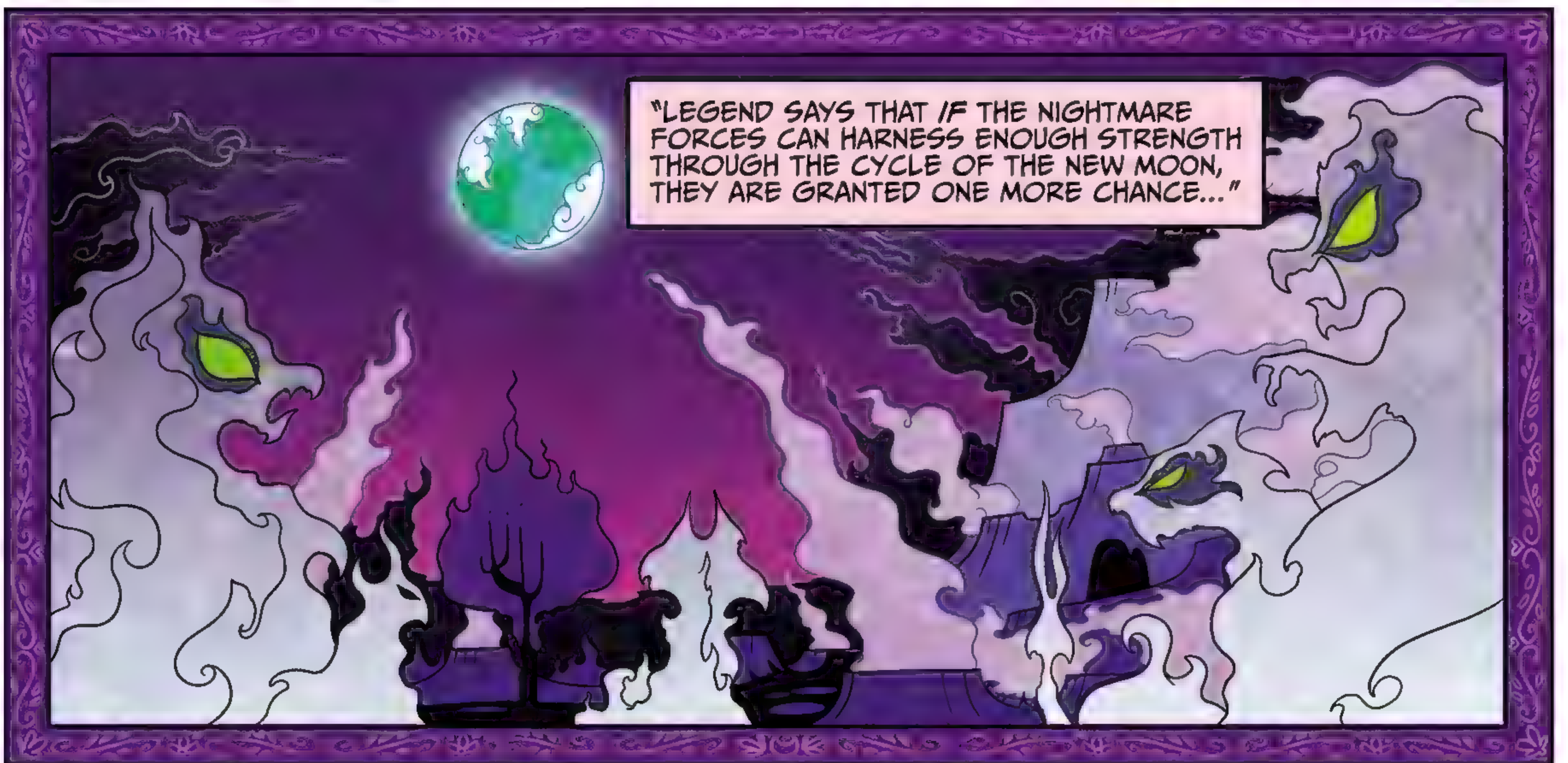
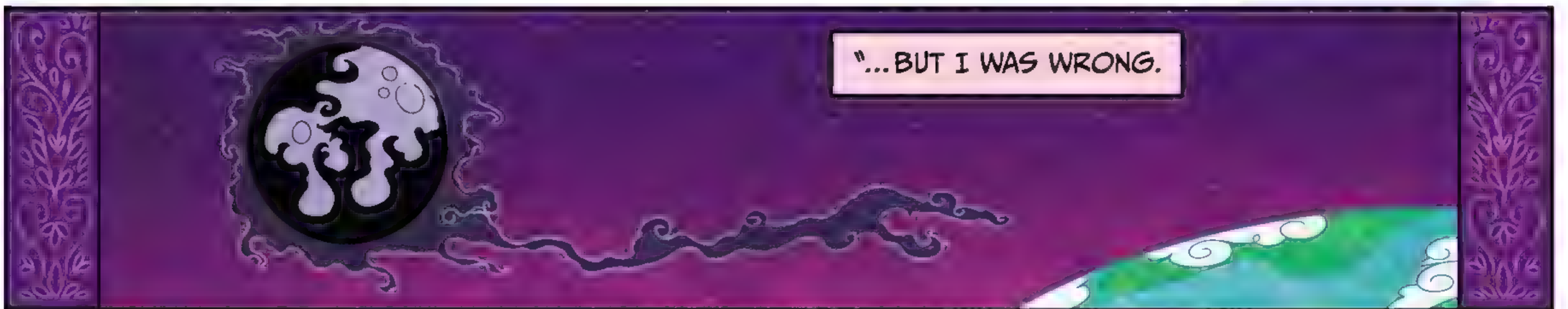
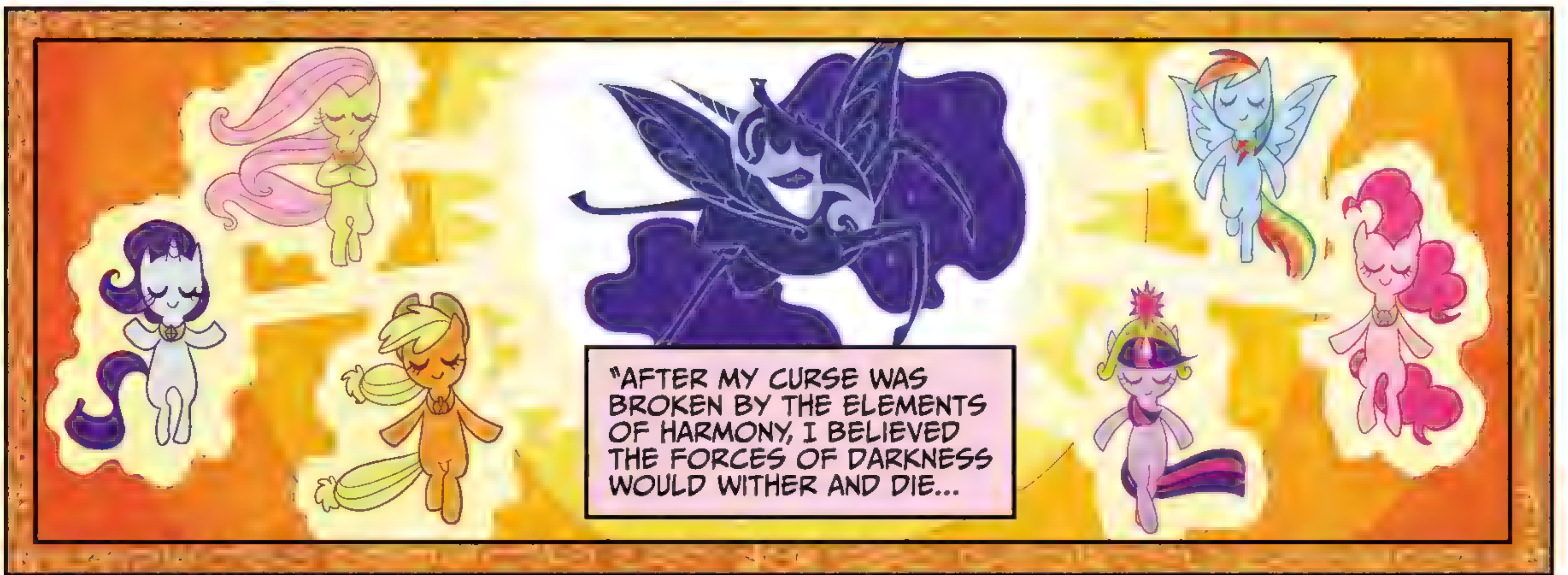
NO.

NO.

NO.

NO.

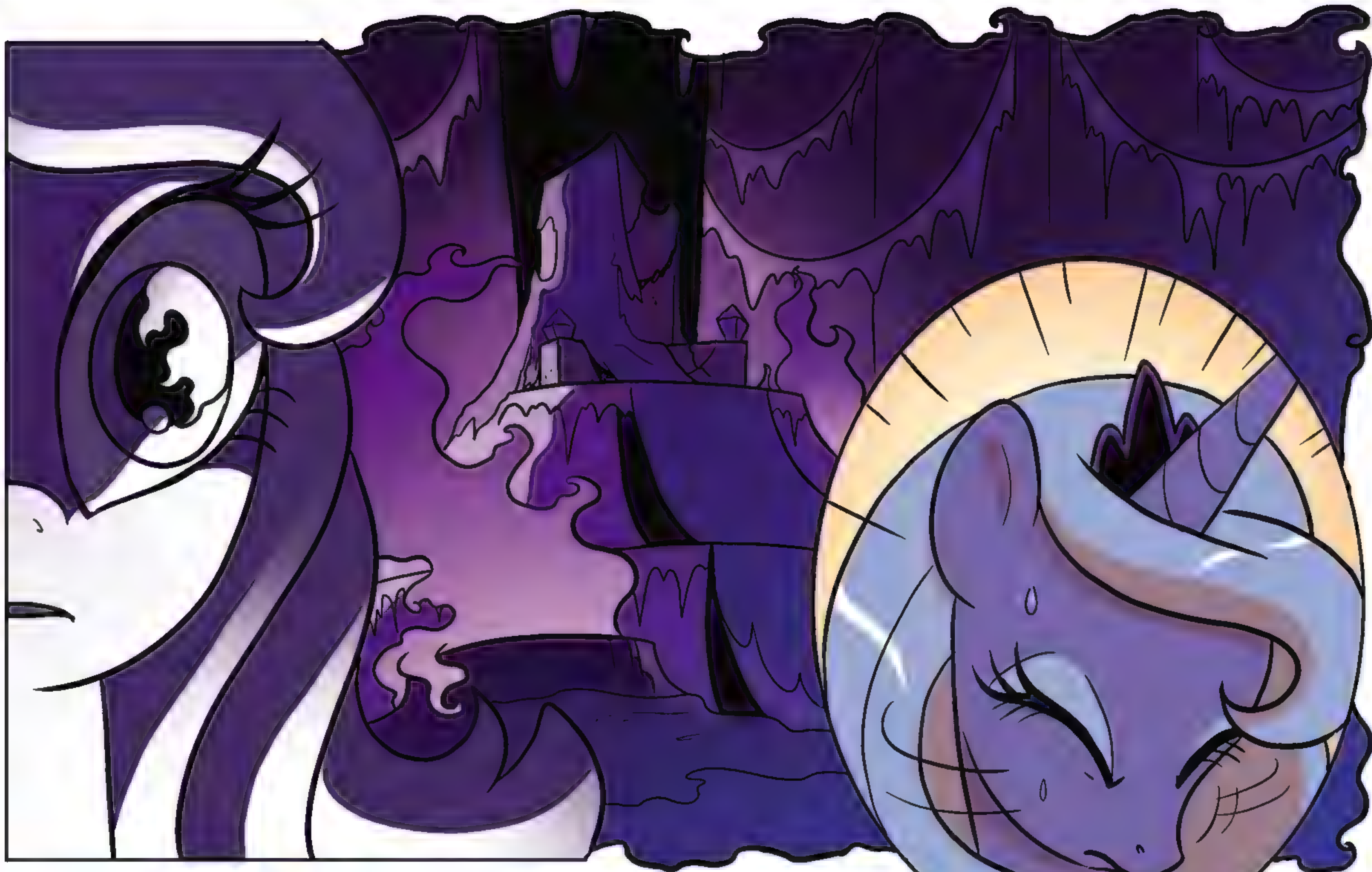












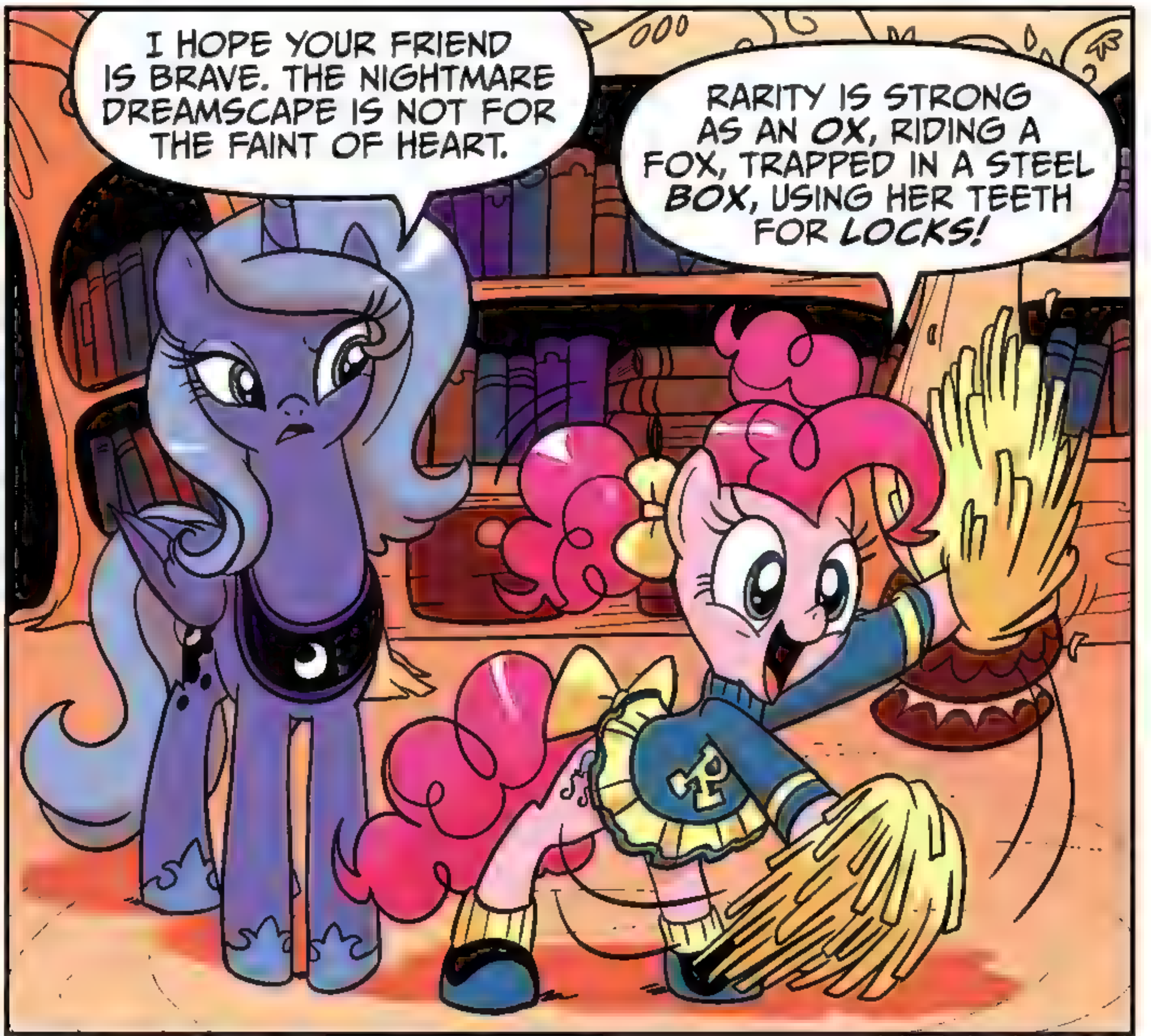
**PONYVILLE!**



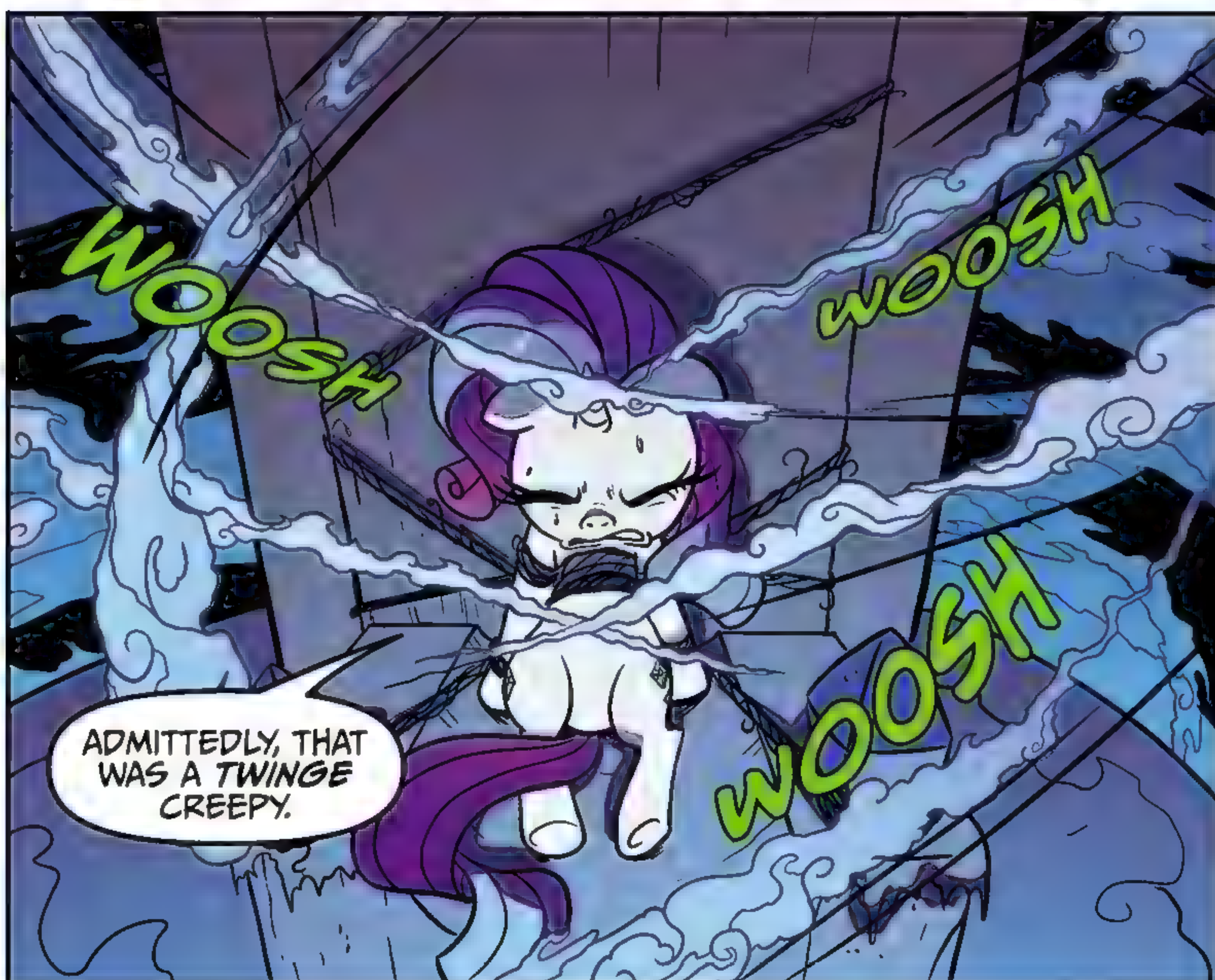






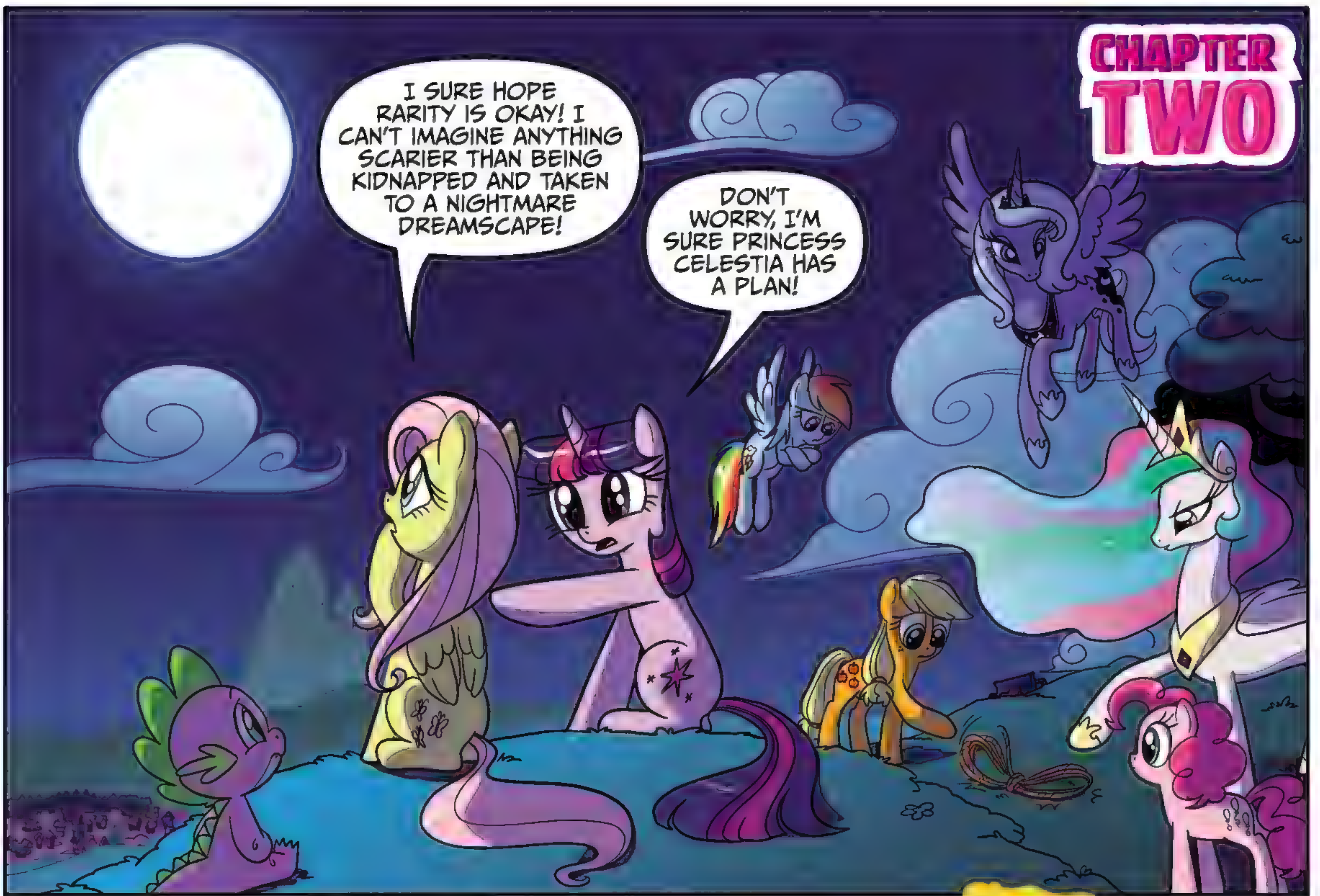




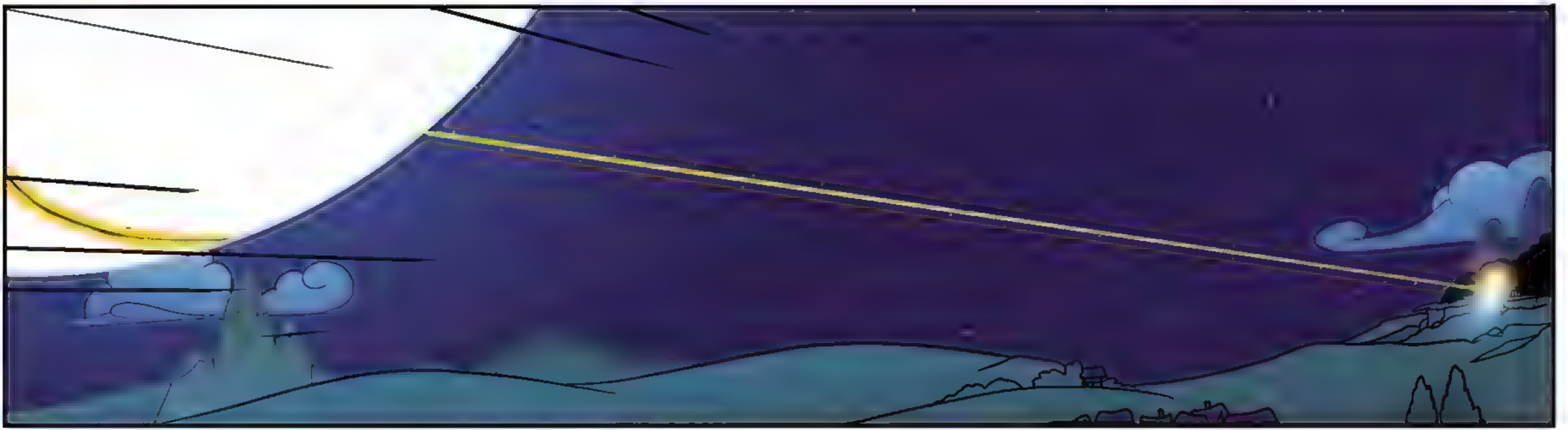
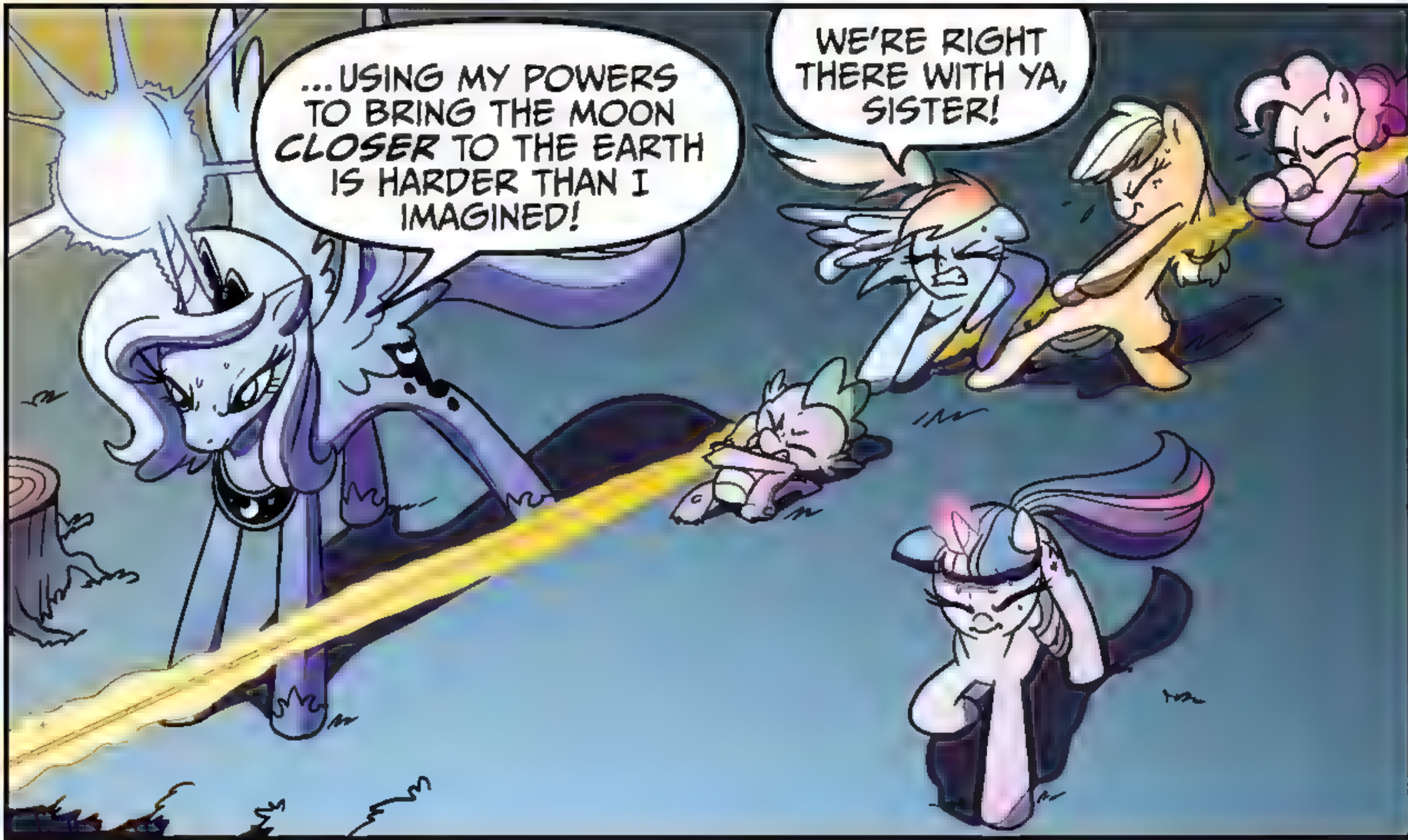
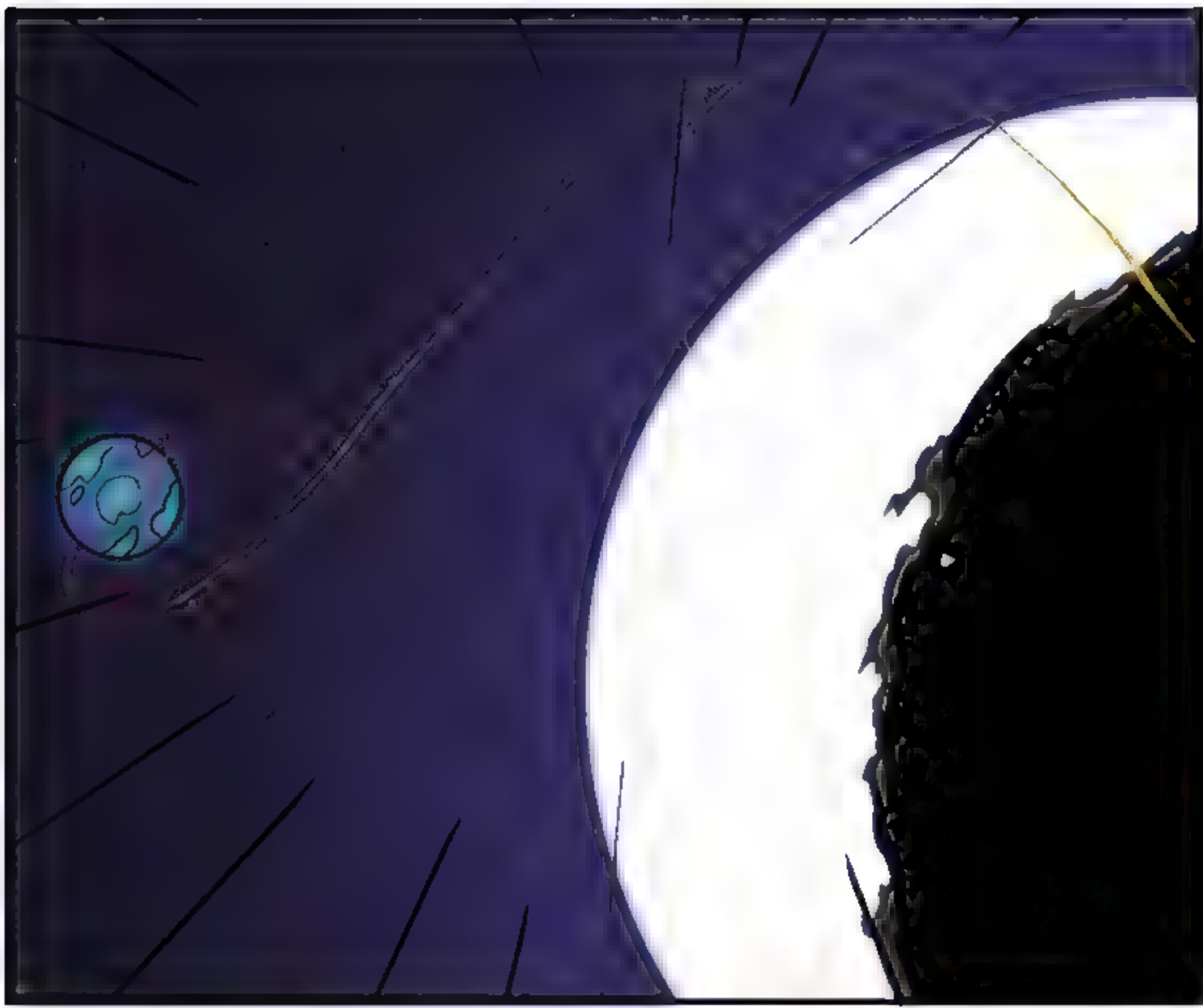




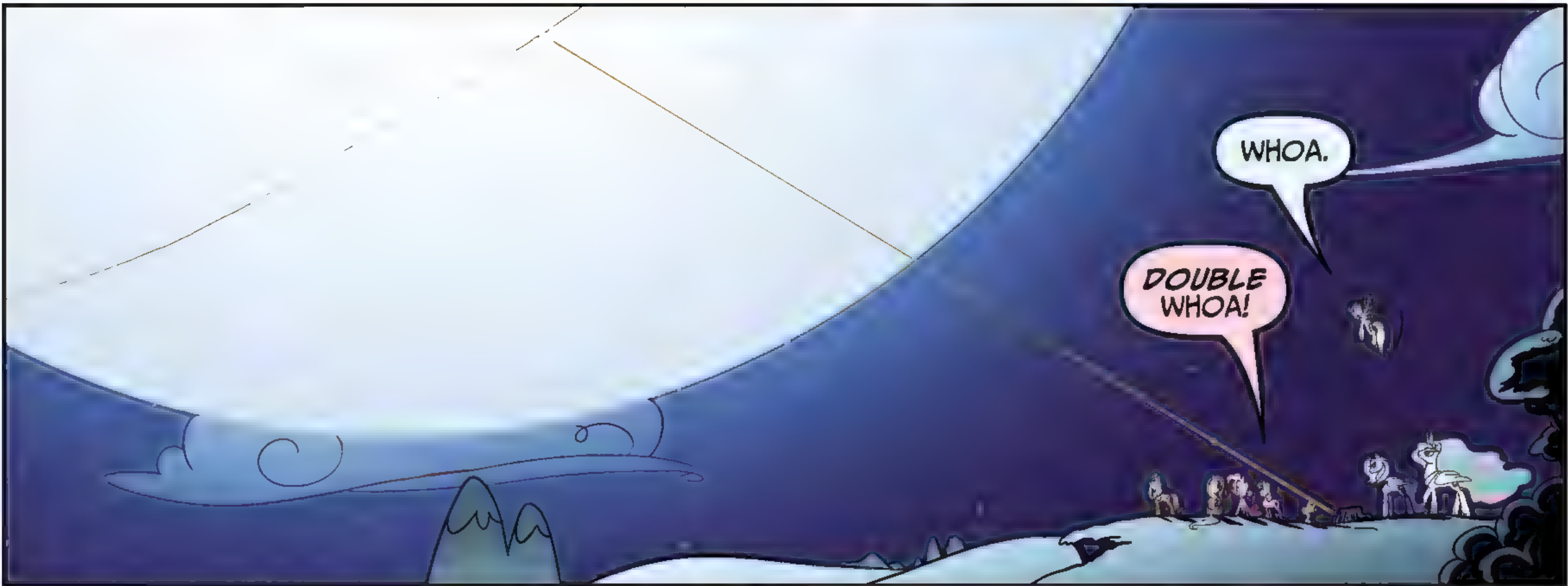
# CHAPTER TWO



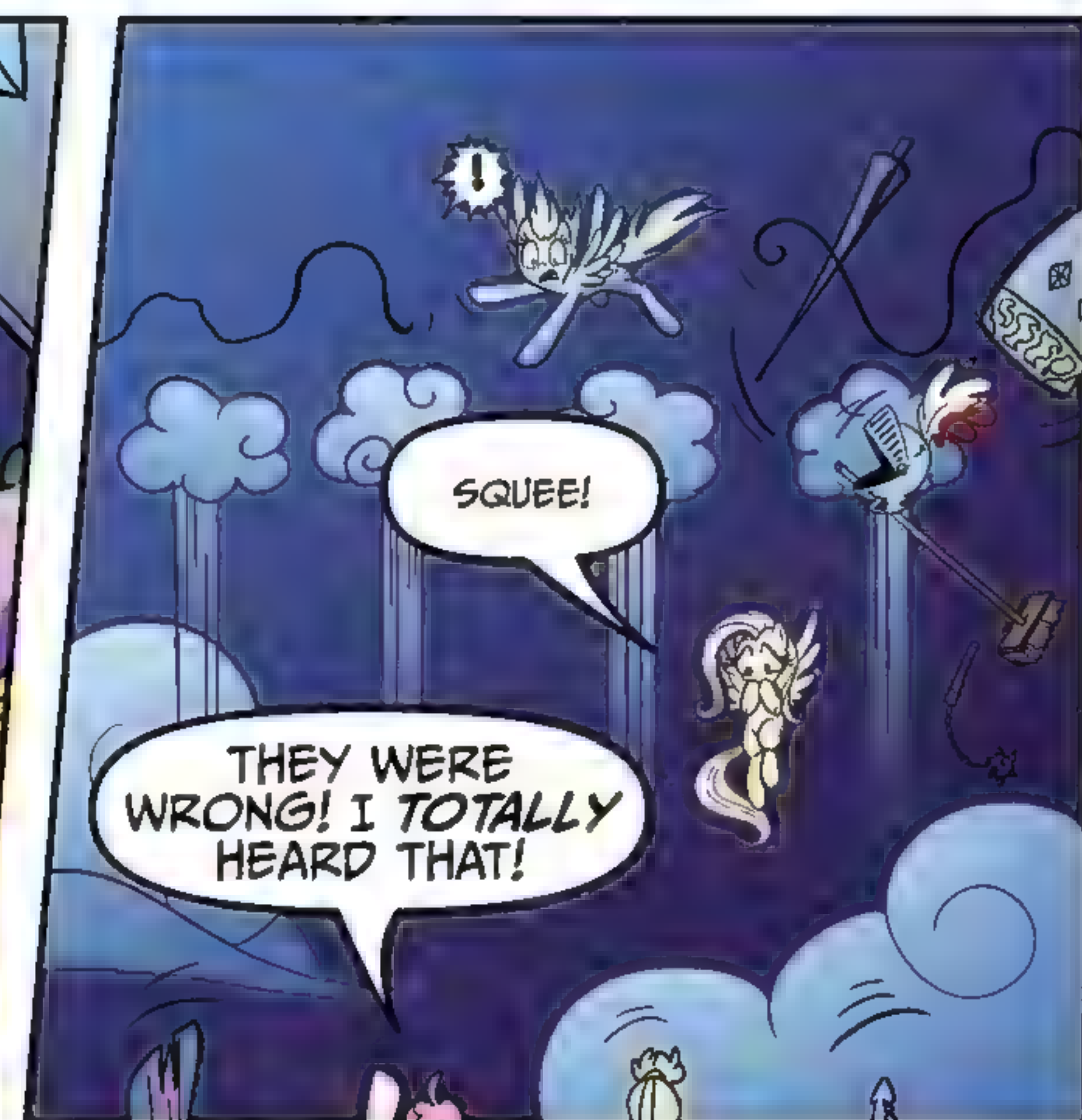
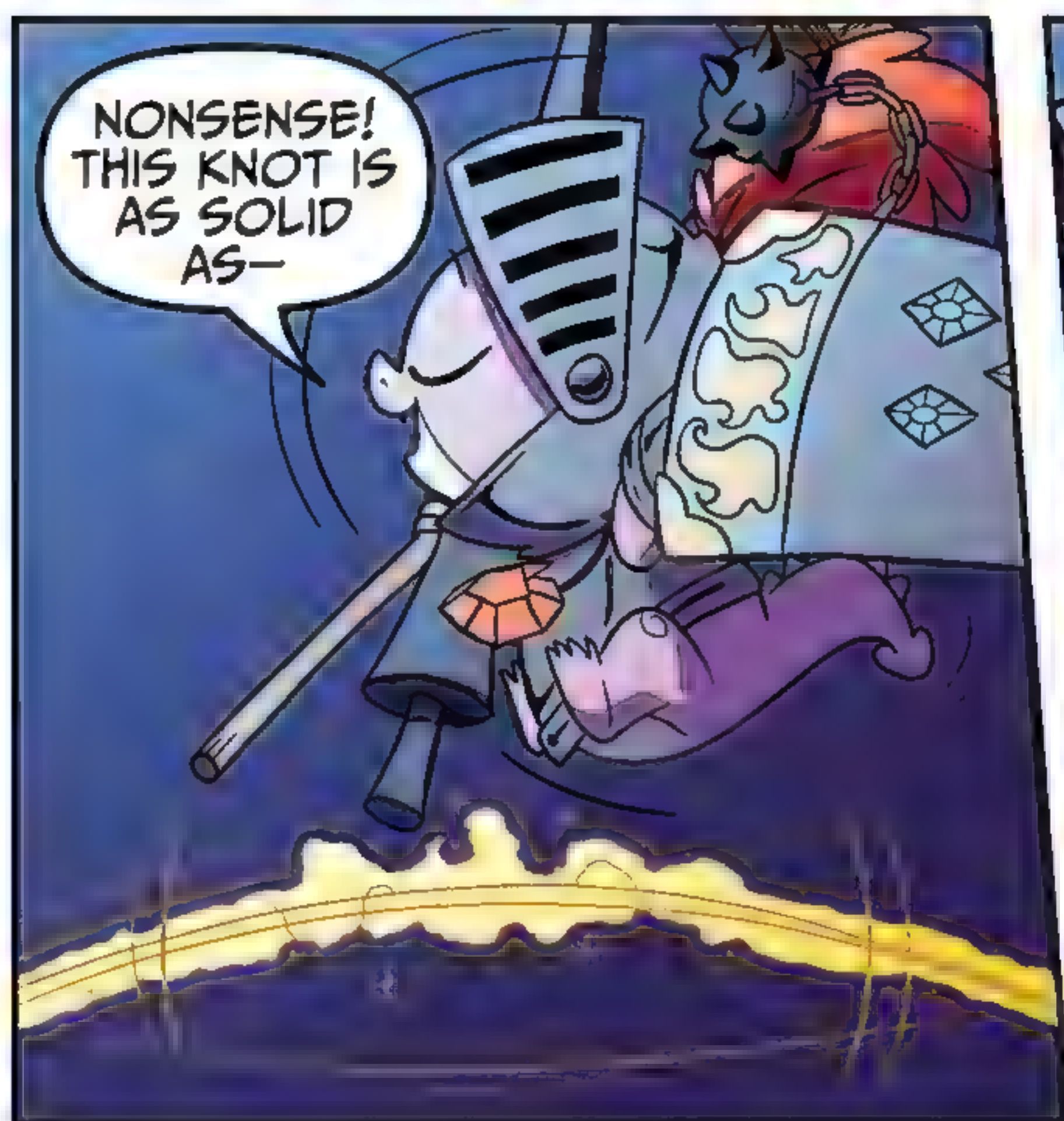
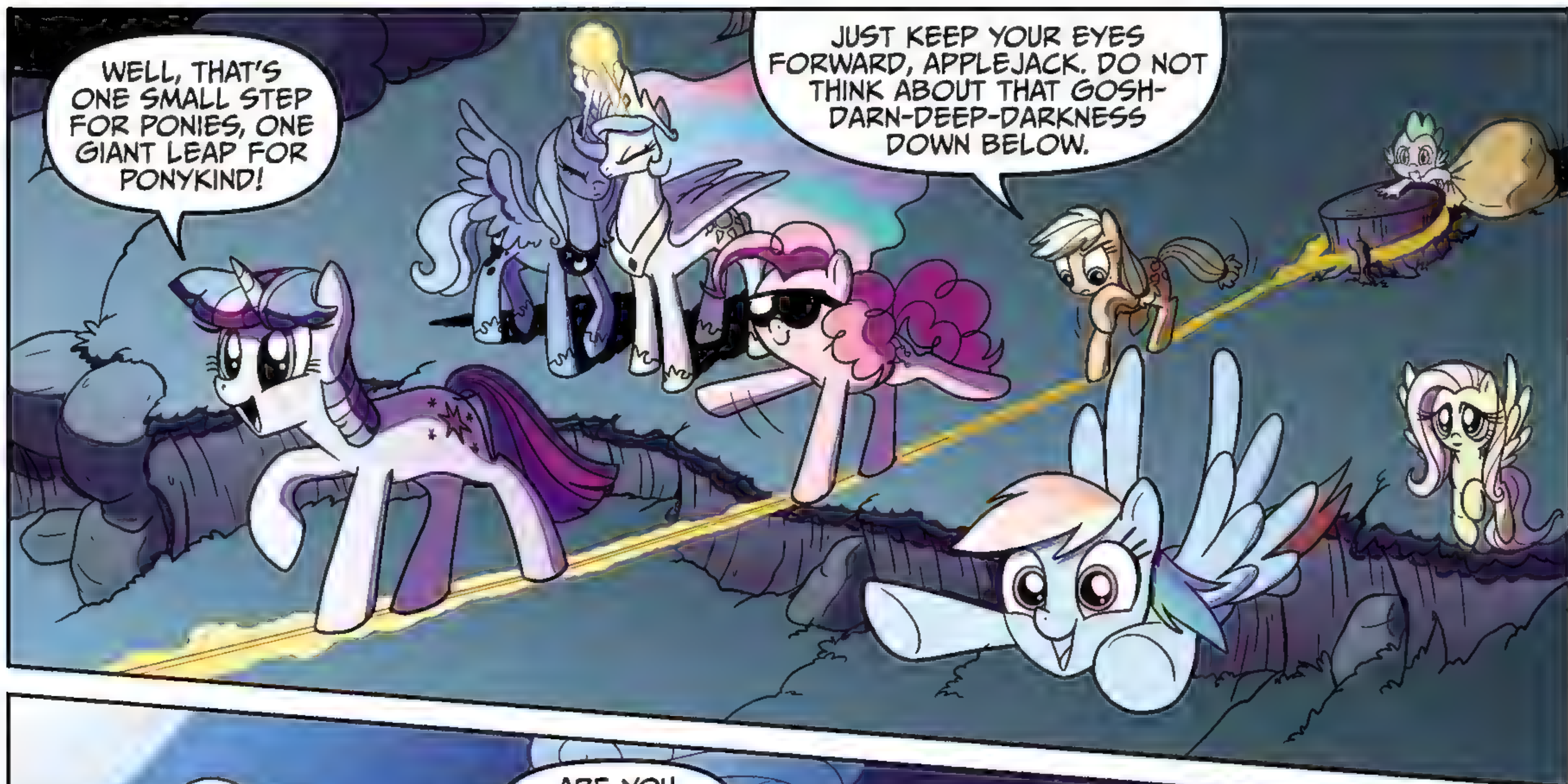




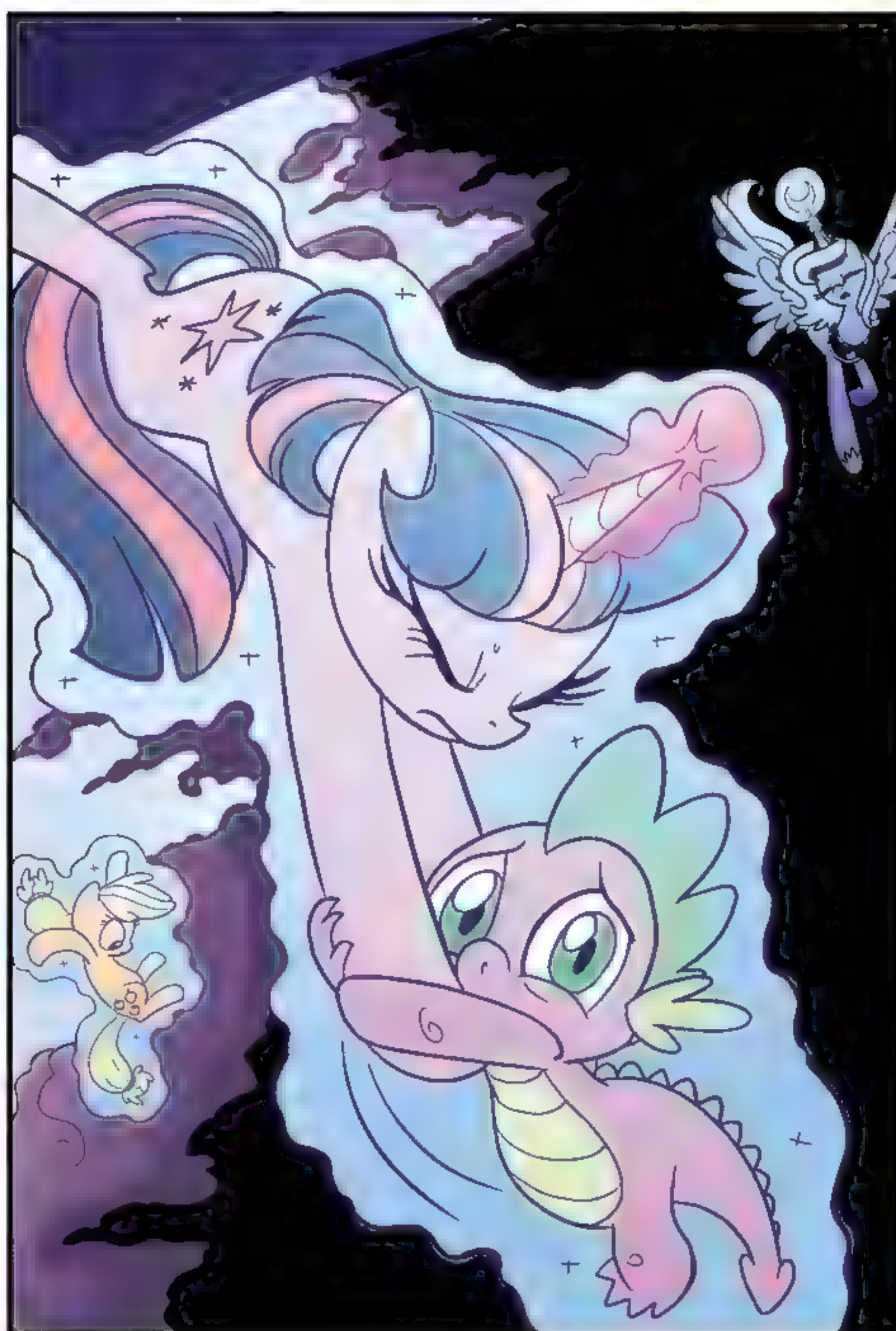
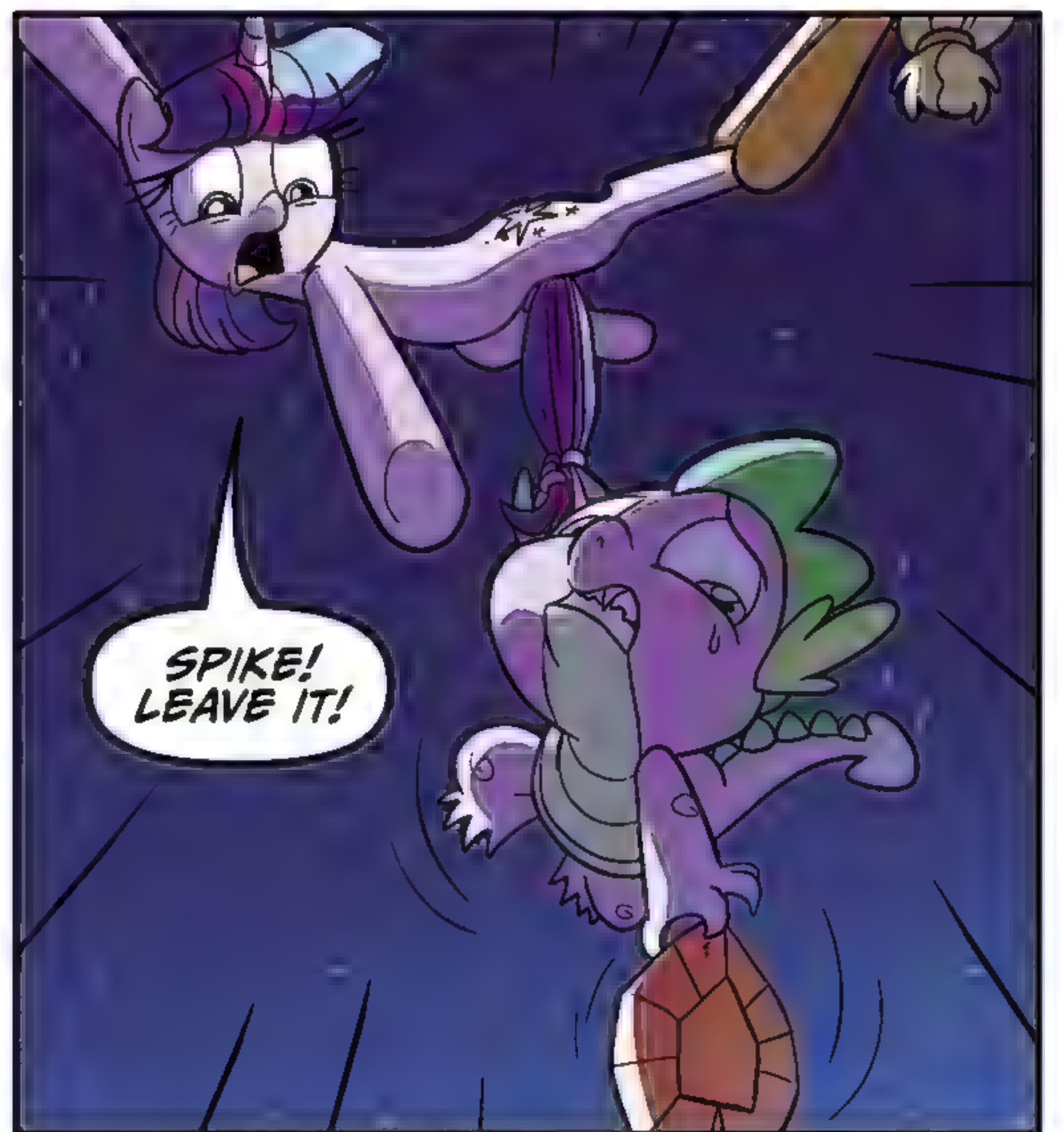




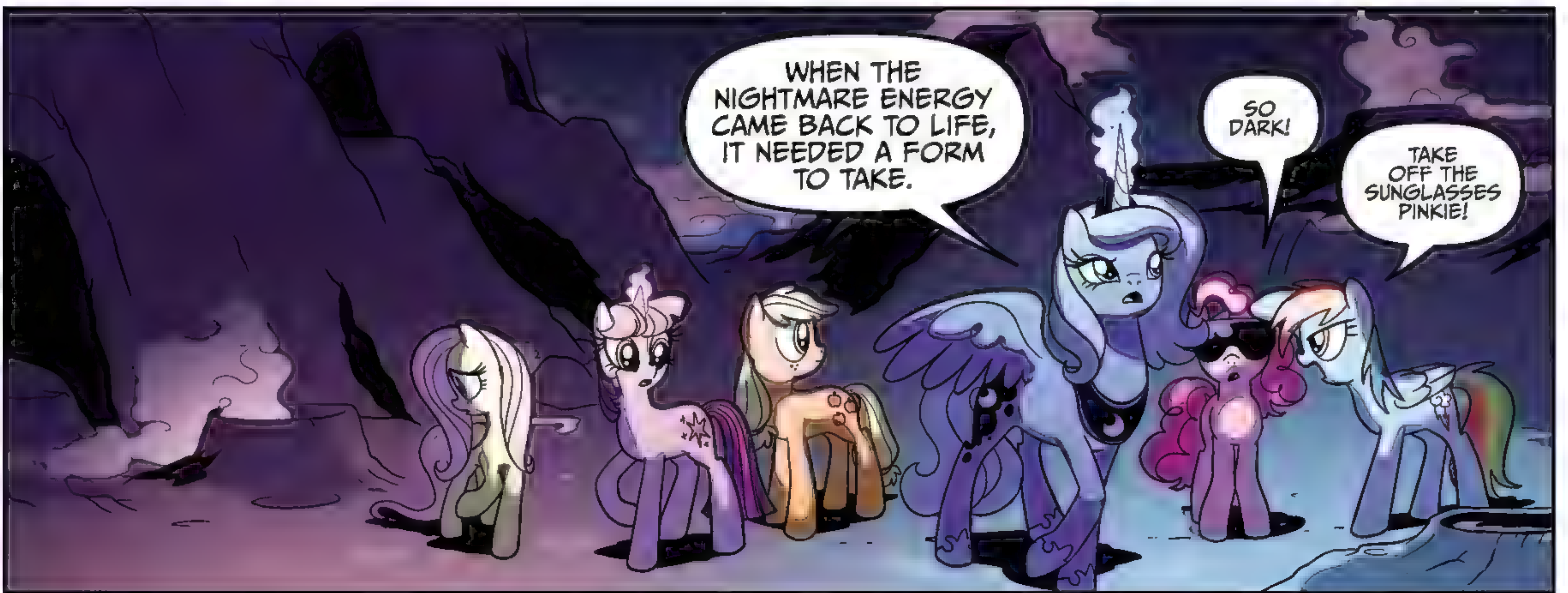




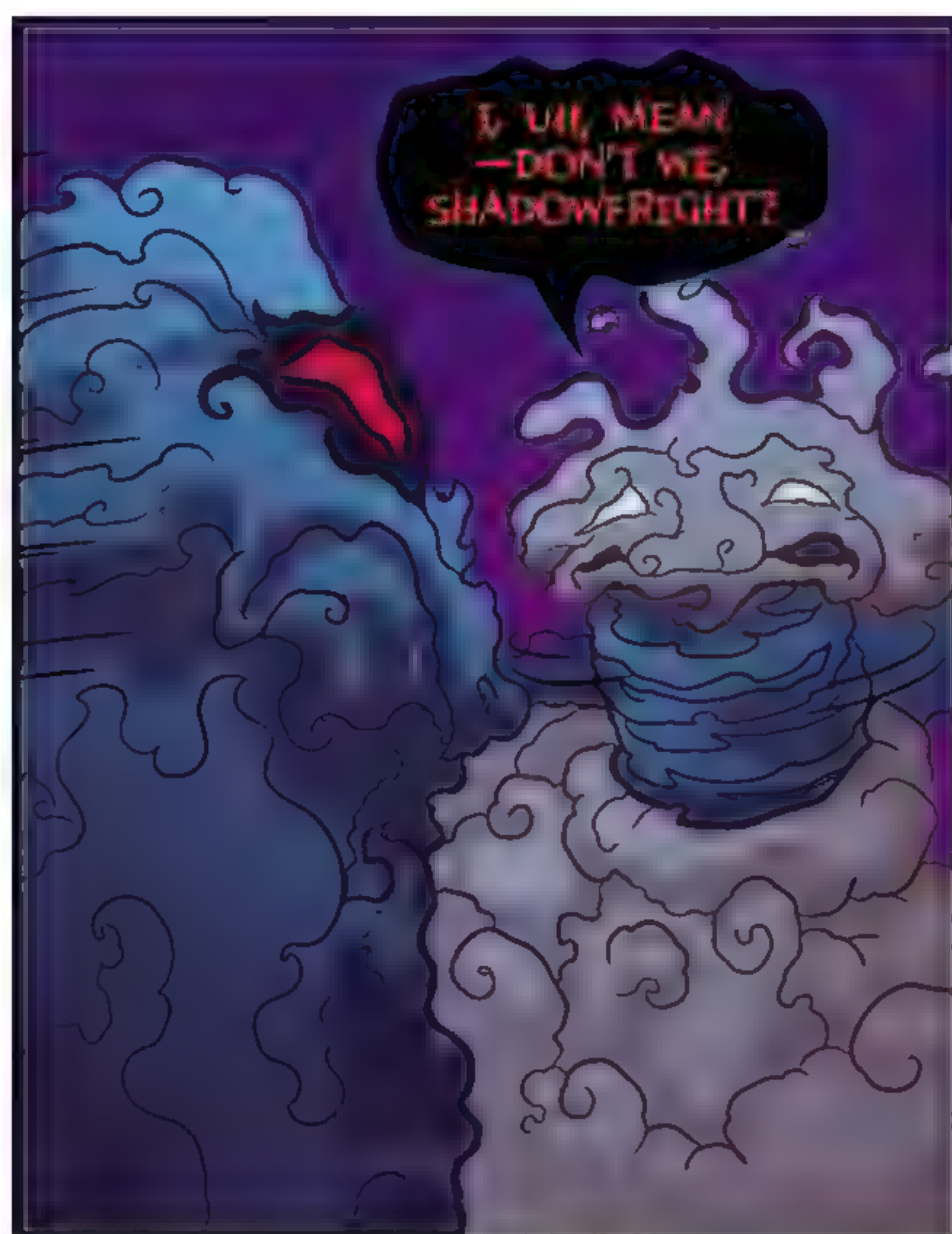








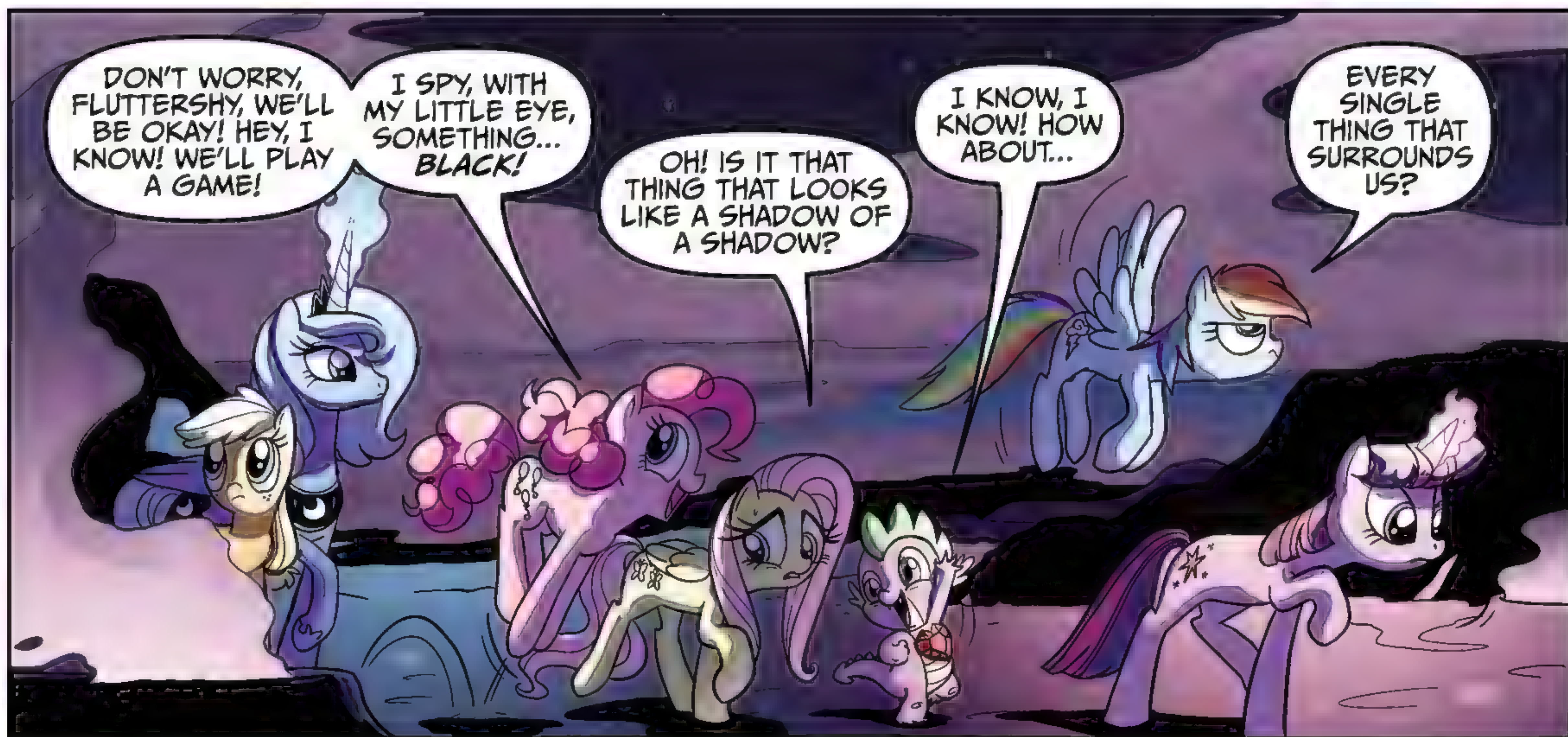




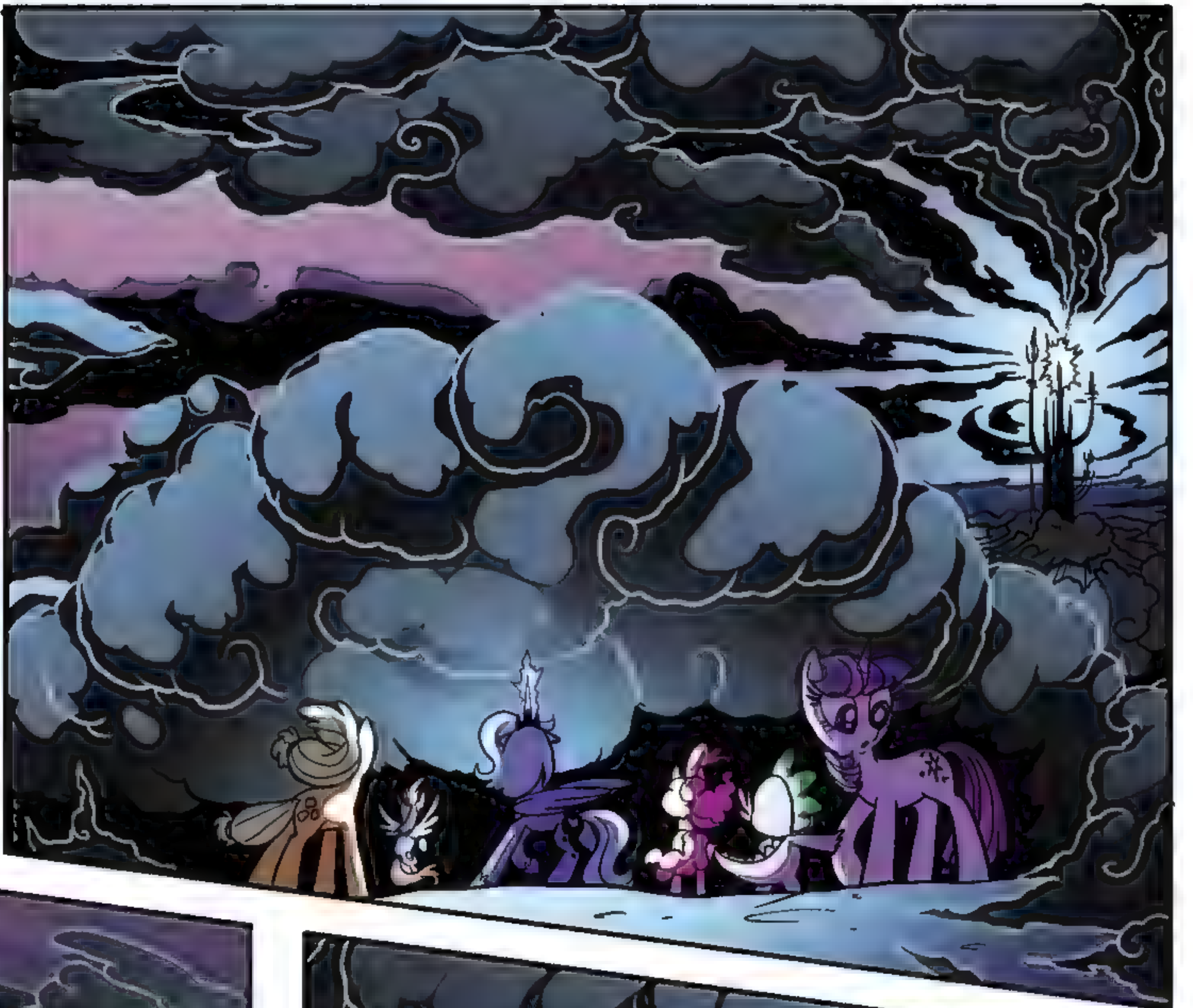
















WHAT THE HAY?



PRINCESS CELESTIA! YOU WOULD NEVER BELIEVE—

...AND YOU, TWILIGHT SPARKLE, HAVE NO RESPECT FOR THE POWER YOU HAVE—YOU'RE CARELESS AND DANGEROUS! YOU ARE DISMISSED. FOREVER.



WHAT?! NO!

THE MAGIC OF FRIENDSHIP IS DEAD, TWILIGHT, AND IT'S ALL BECAUSE OF YOU.



YOU HAVE FAILED ME, TWILIGHT. YOUR LACK OF KNOWLEDGE HAS KILLED FRIENDSHIP!

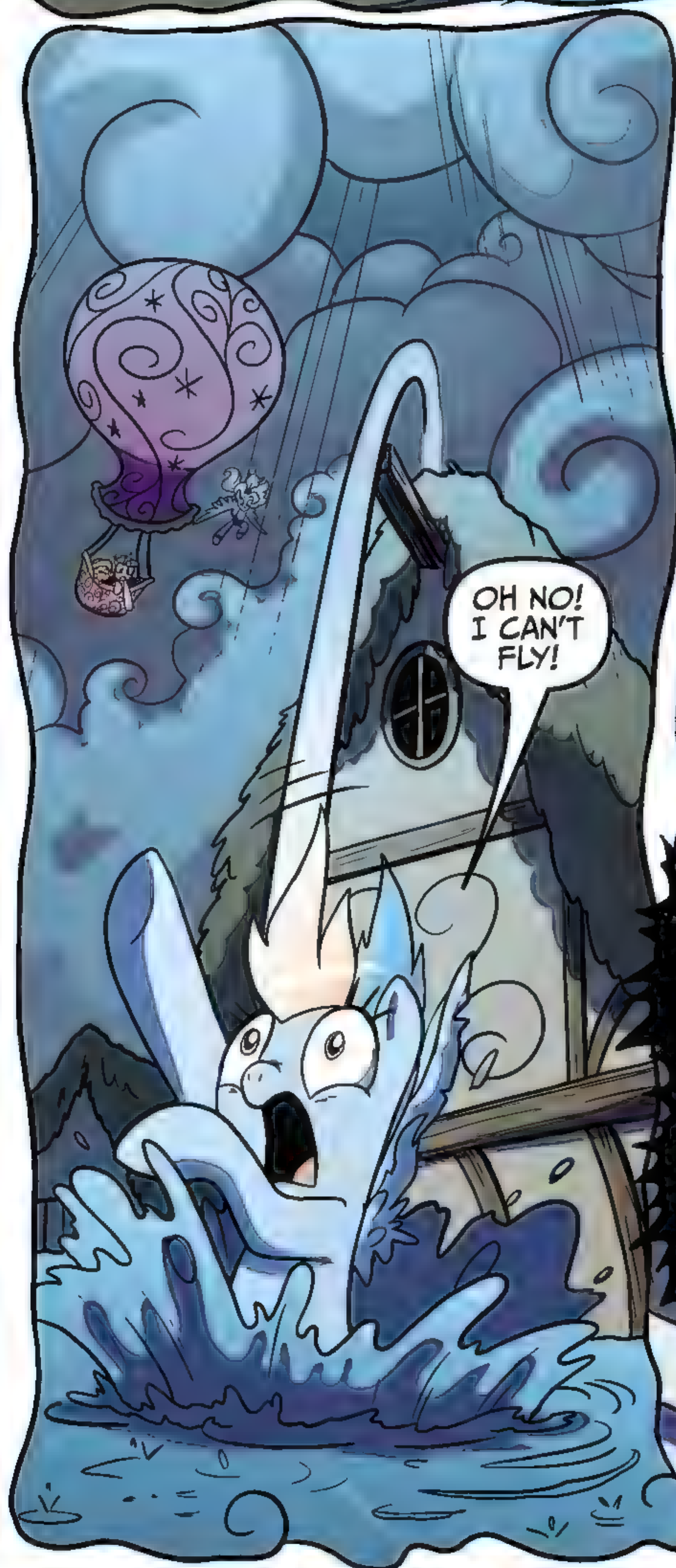
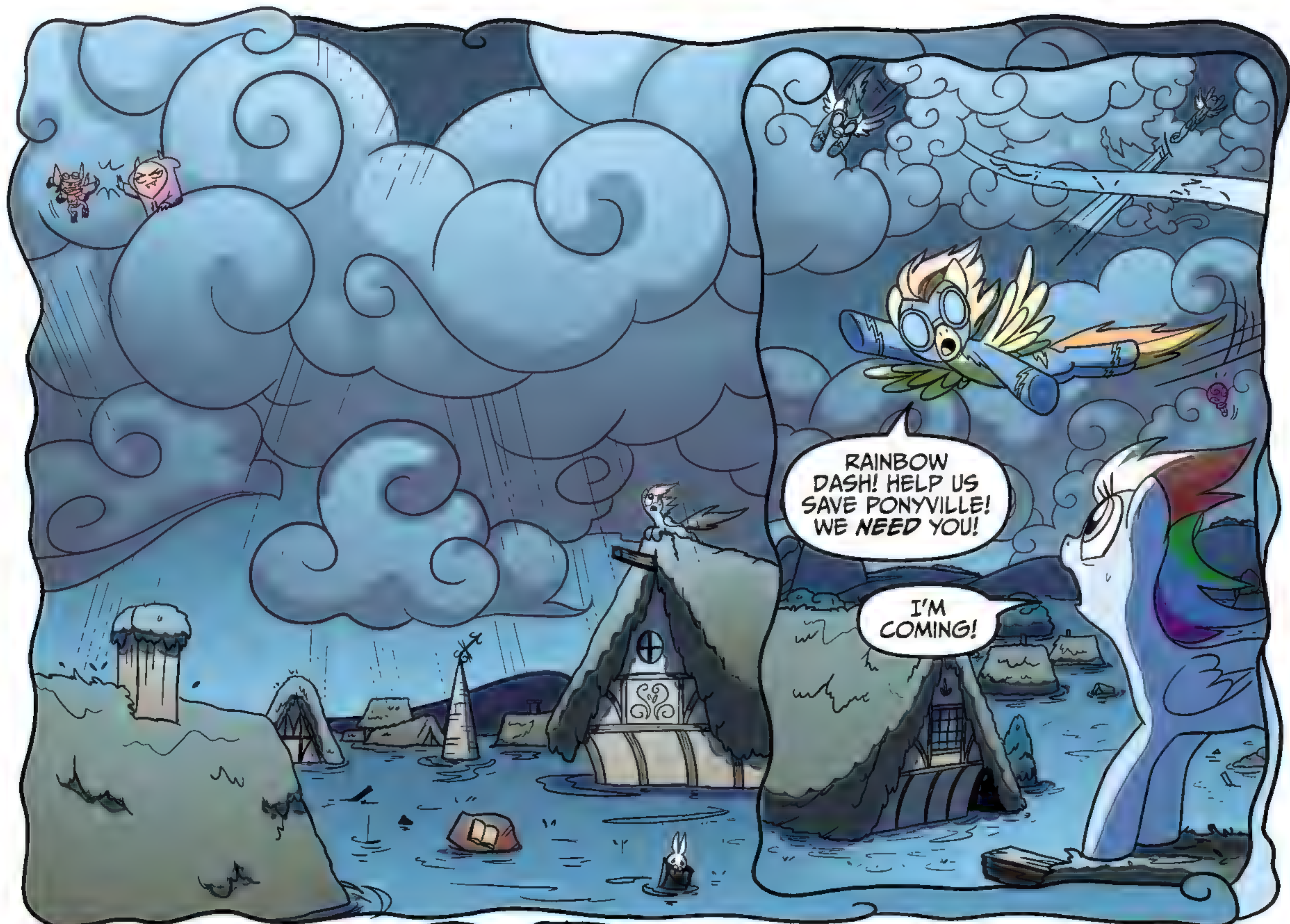
TWILIGHT! IT'S JUST A NIGHTMARE! REMEMBER WHY WE'RE HERE!

YOU MUST FIGHT IT, TWILIGHT. USE YOUR HEART TO SEE WHAT THESE NIGHTMARES REALLY ARE!

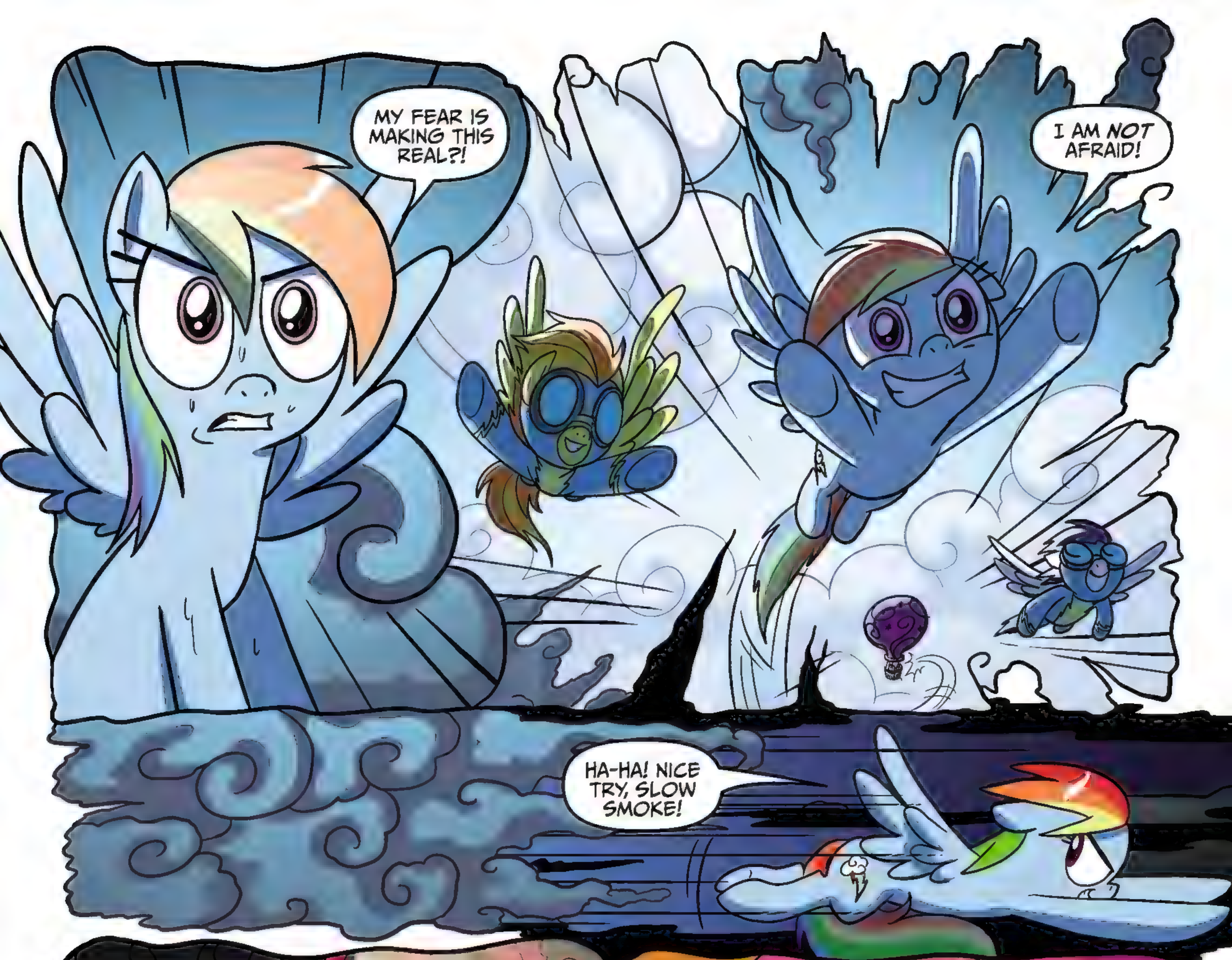




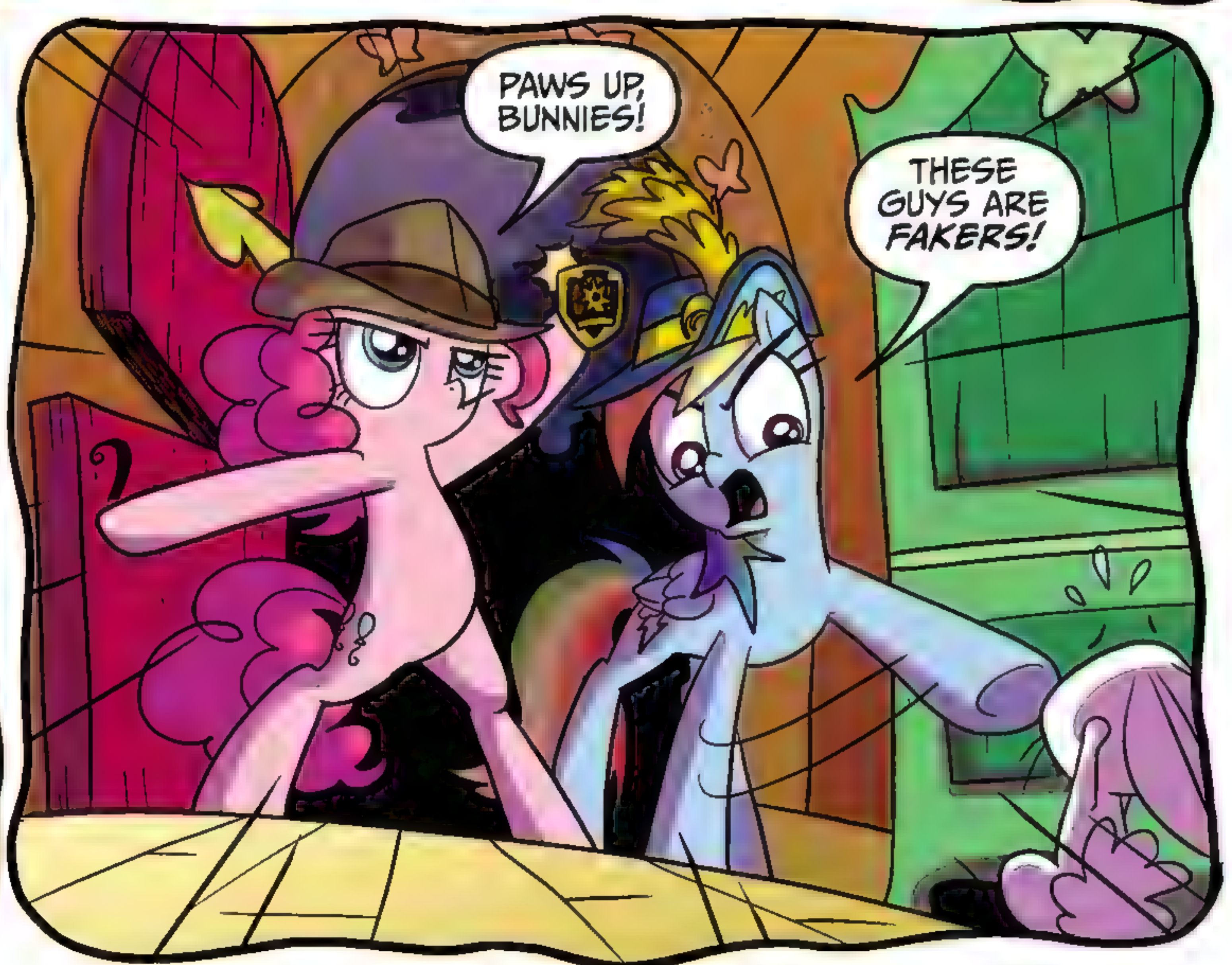
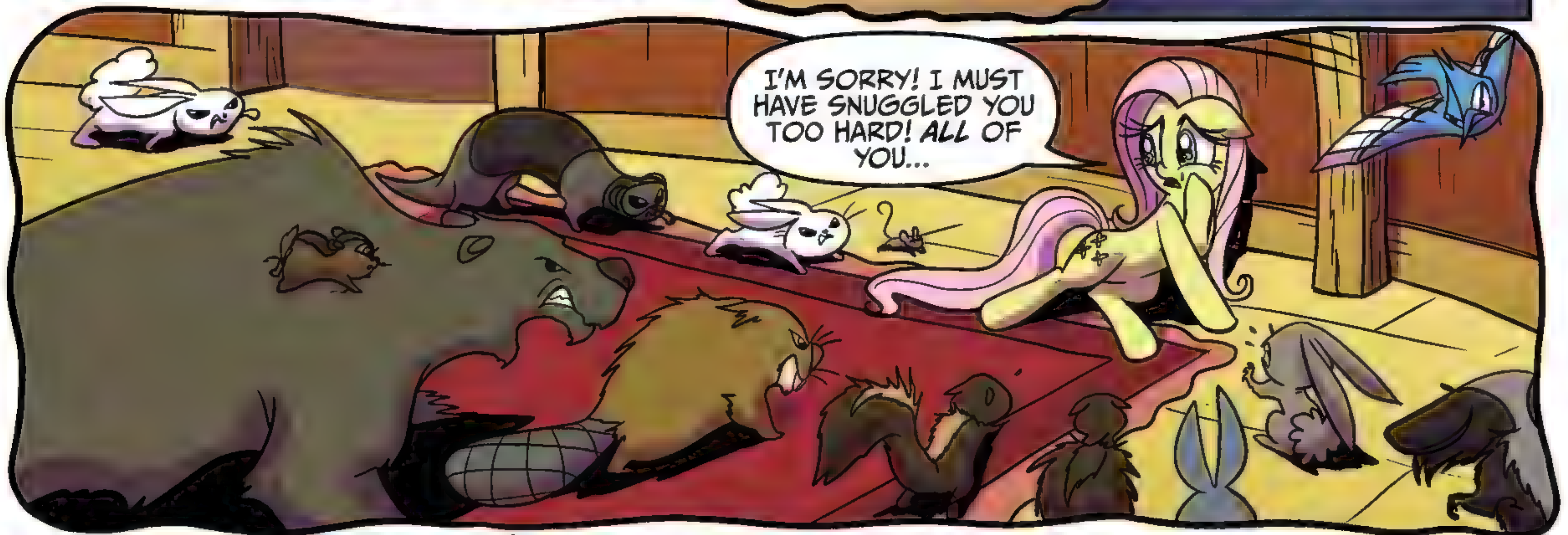
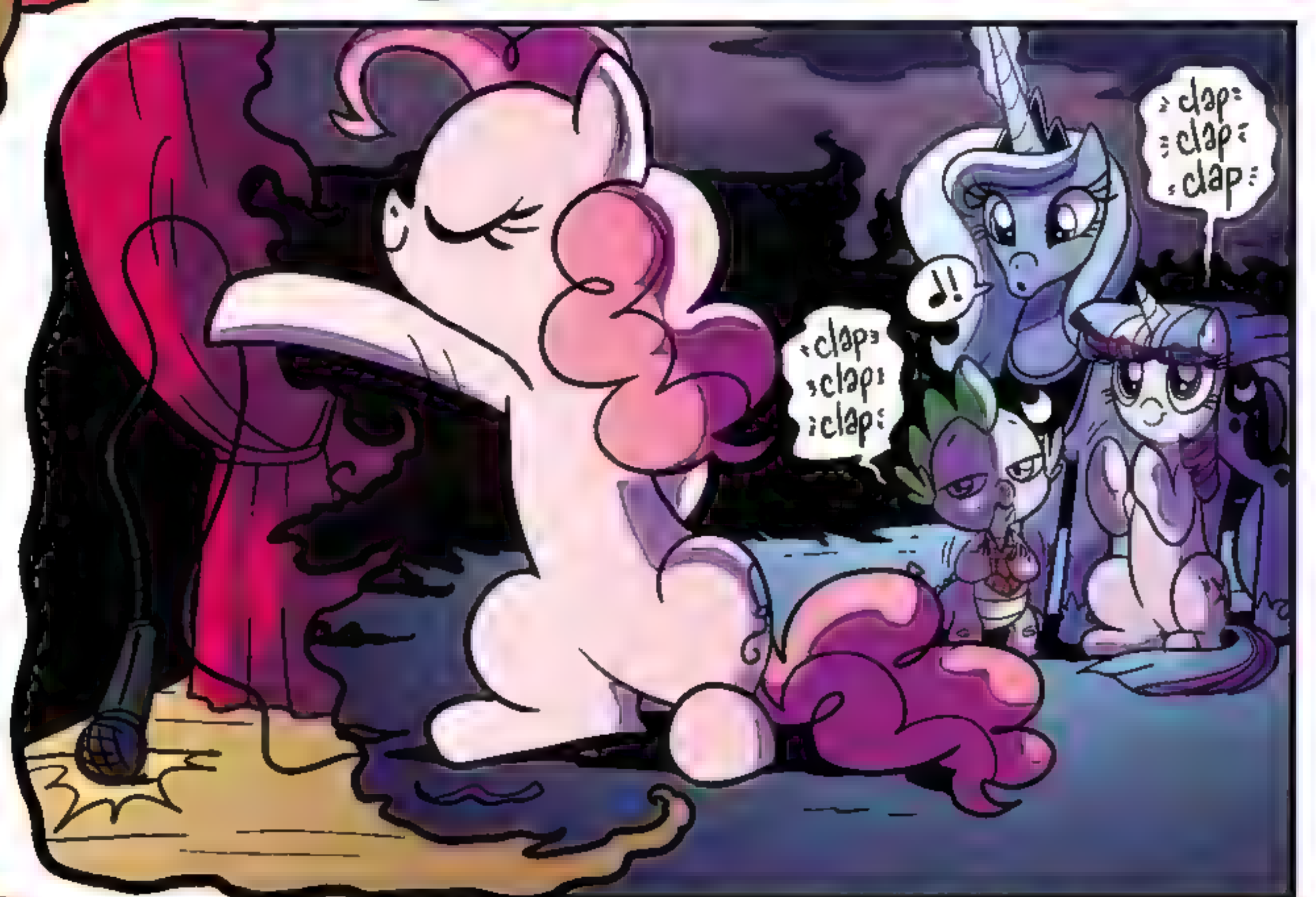
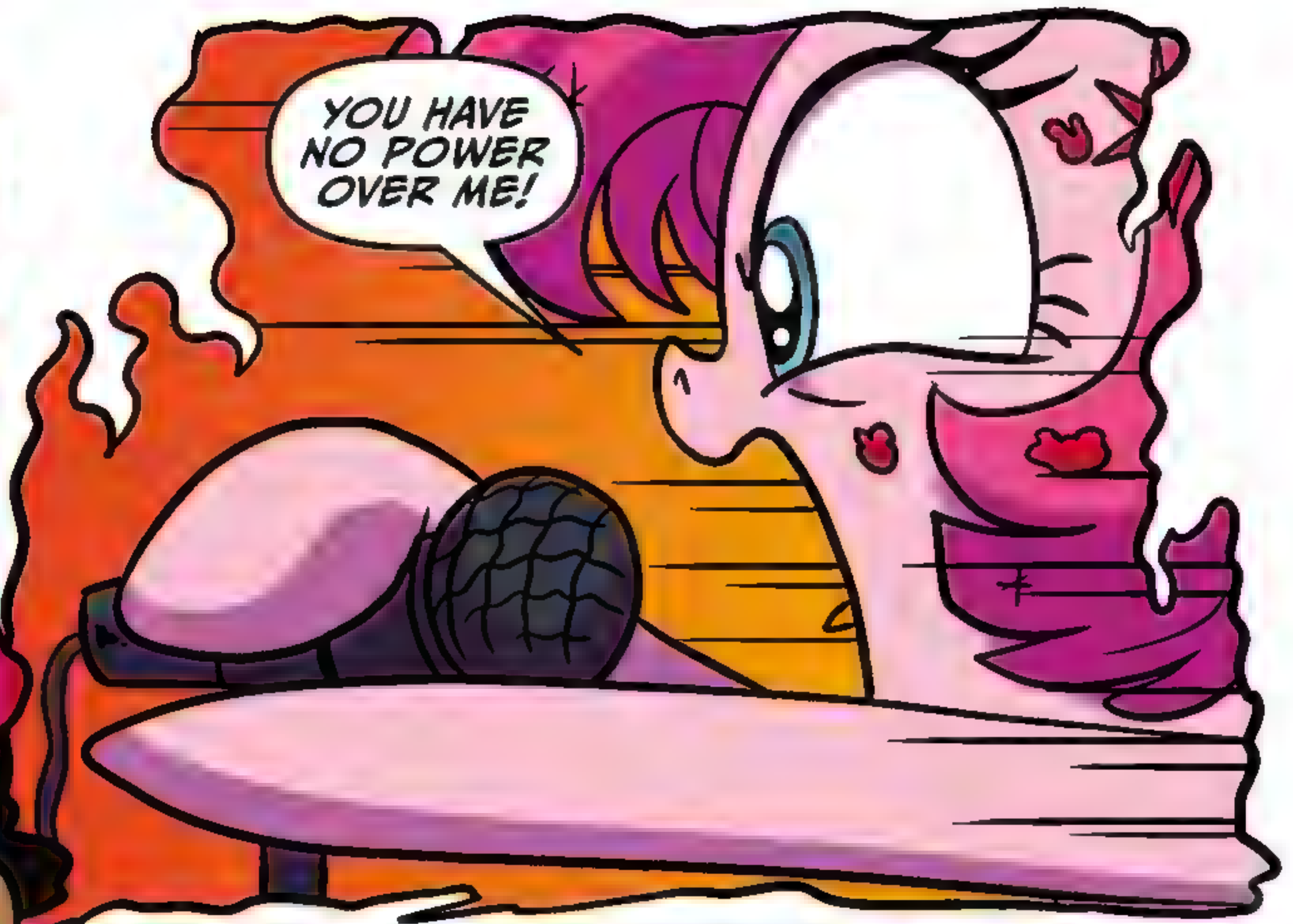
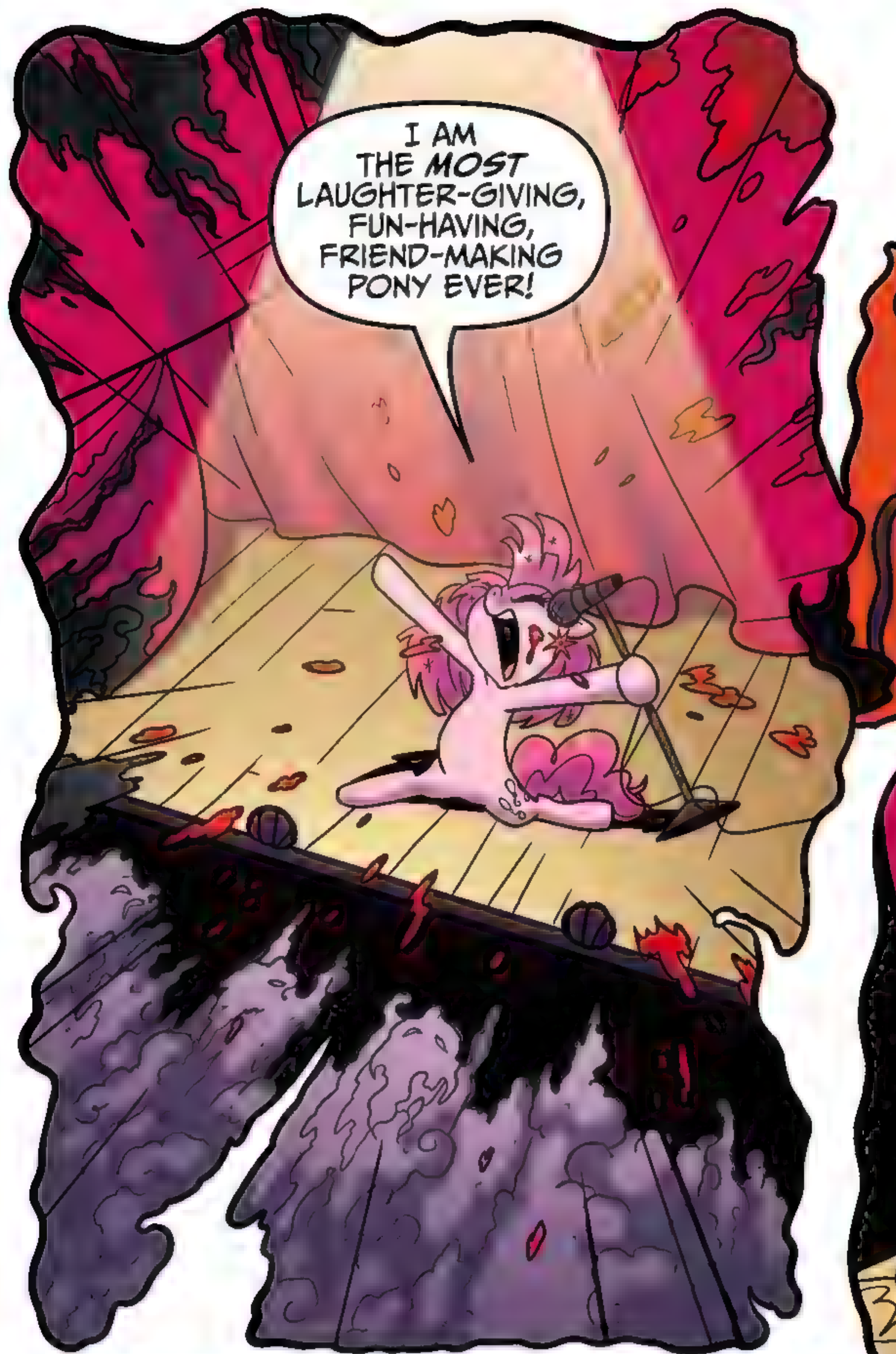








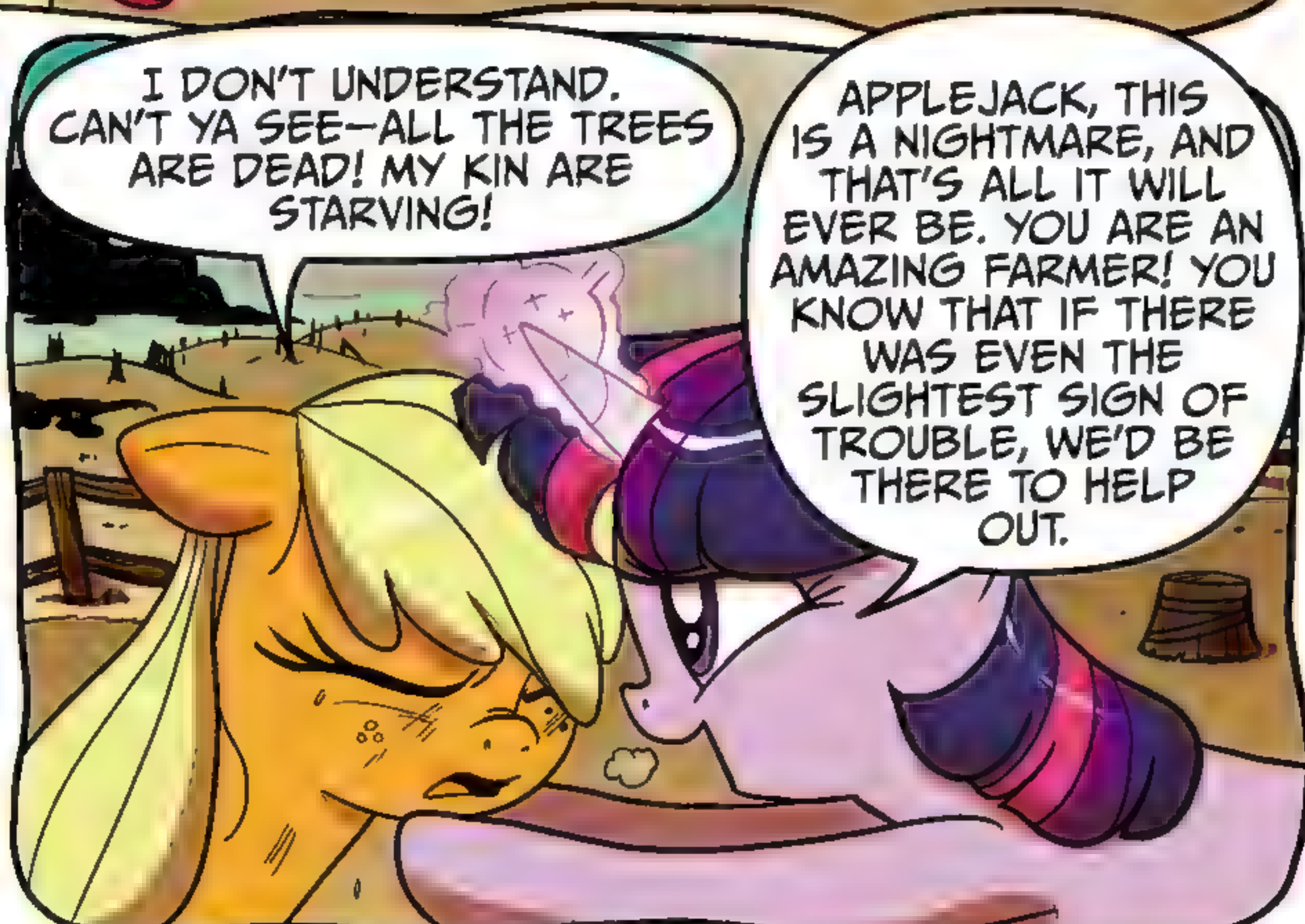
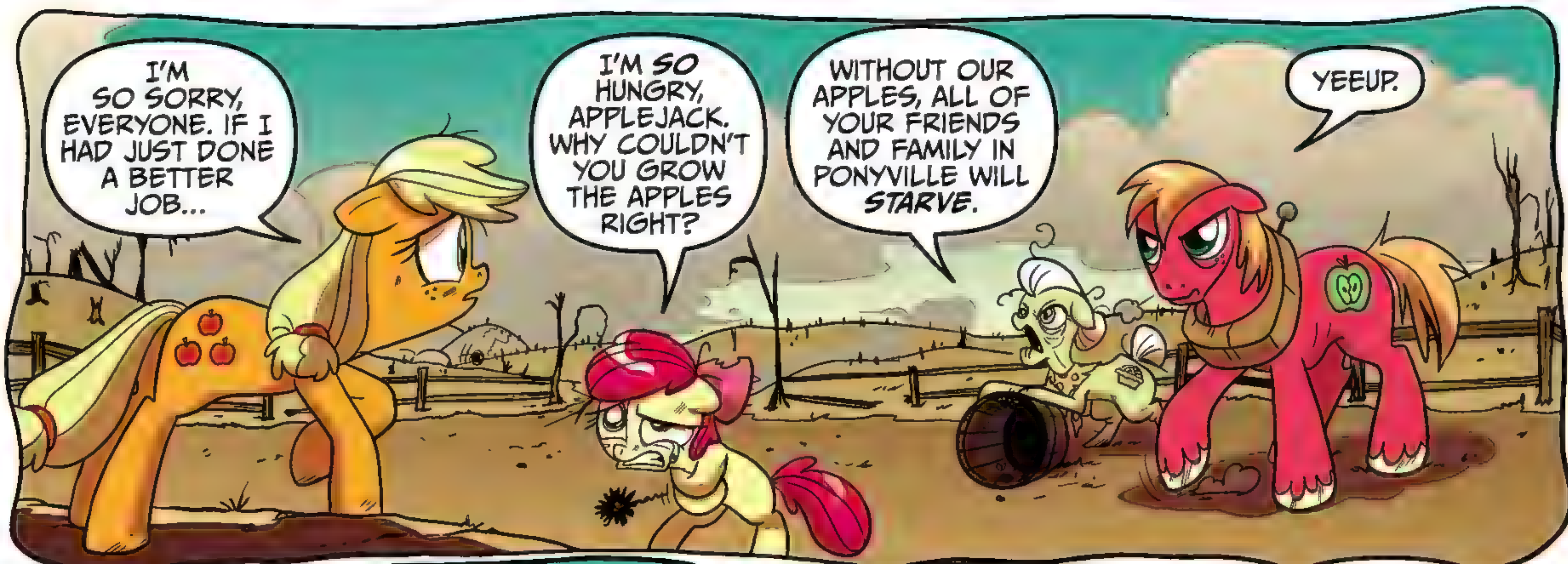
















IF YOU SAY THIS IS A NIGHTMARE, I BELIEVE YOU!

WELL, THIS IS A LITTLE CREEPY.



WAY CREEPY!



UM, A LITTLE CRITTER HELP HERE, FLUTTERSHY?

SORRY, I'M OUT OF BRAVERY FOR THE DAY...



YOU WANT SOME MORE? WELL, WE AREN'T AFRAID OF YOU!



AW, BUT SOME OF YOU ARE AFRAID, ISN'T THAT TRUE... LUNA? IS THAT WHAT YOU'RE GOING BY NOW?

THAT IS MY NAME, MY PAST AS NIGHTMARE MOON IS LONG GONE.

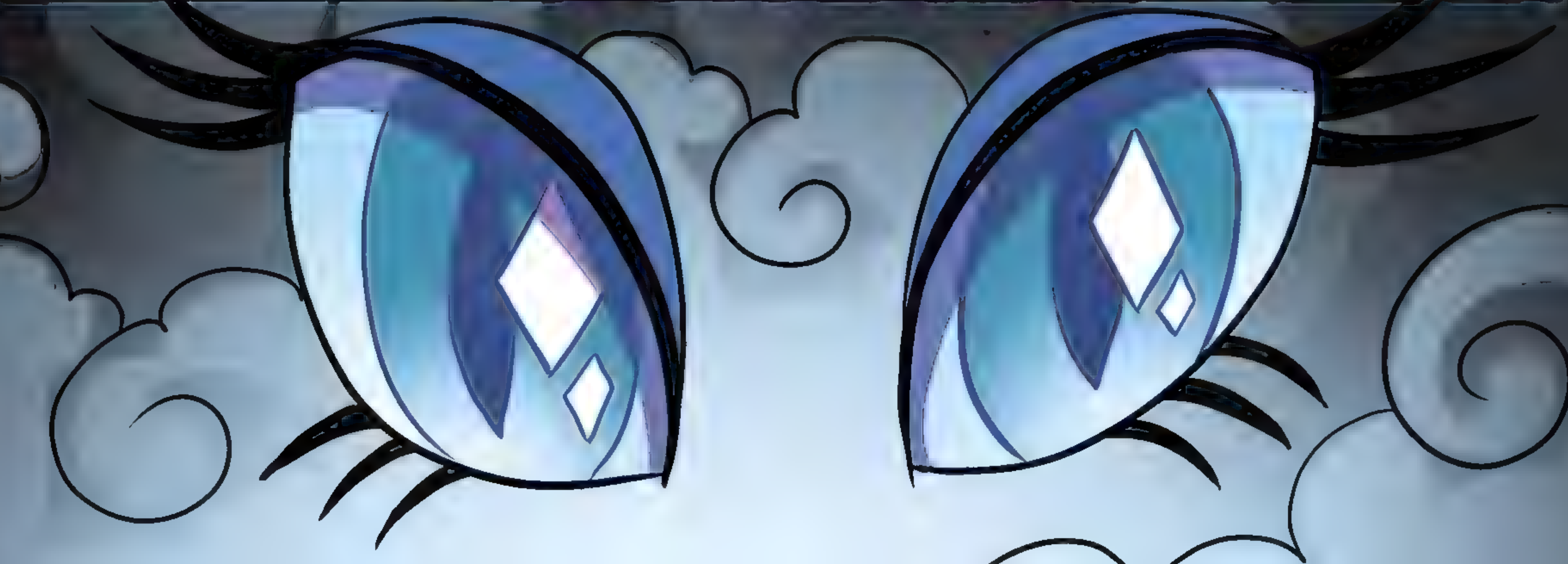
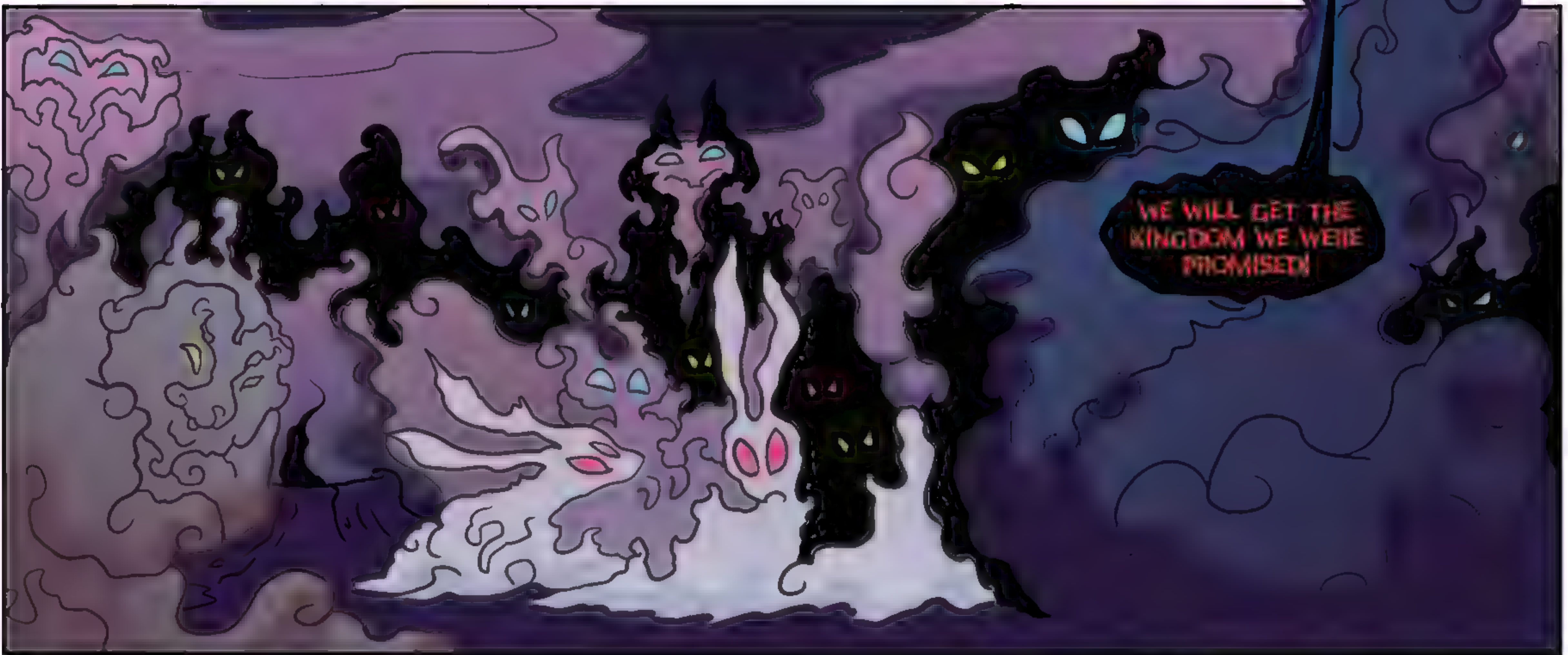














NOW THE ELEMENTS OF HARMONY  
WILL BE DESTROYED FOREVER AND  
PONYVILLE WILL BE DEFENSELESS!  
MEET OUR NEW QUEEN—

—NIGHTMARE RARITY!





# CHAPTER THREE











IT'S TRUE, YOUR POWERS DEFEATED ME BEFORE, LITTLE PONIES, BUT WHAT WILL YOU DO NOW THAT I'VE TAKEN ONE OF YOU? WITHOUT ALL OF YOU, YOUR ELEMENTS OF HARMONY ARE POWERLESS.

BIT OF A PICKLE, ISN'T IT?



YOU THINK YOU'RE SO COOL AND SPOOKY? WELL, A STORM IS COMIN' FOR YOU! A RAINBOW STORM!

"A STORM'S COMING"? HA! WHAT DO YOU THINK THIS IS? A SIGH STALLION FILM?

RARITY? CAN YOU HEAR US? YOU HAVE TO FIGHT IT!



YOU PONIES ARE DENSE, AREN'T YOU? REMEMBER THOSE NIGHTMARE FORCES YOU ALL "DESTROYED" WITH YOUR LITTLE ELEMENTS OF HARMONY WHEN LUNA WAS AROUND?

WELL, GUESS WHAT? YOU DIDN'T DO SUCH A SUPER JOB AFTER ALL—THEY NOW CONTROL YOUR FRIEND... ME, I SUPPOSE.

RARITY IS GONE! DO I NEED TO MAKE A DIAGRAM OR SOMETHING WITH PICTURES SO YOU CAN UNDERSTAND?

GOOD ONE, BOSS.



I DON'T BELIEVE YOU! RARITY IS STILL IN THERE. I'M SURE OF IT!

YEAH, SHE JUST NEEDS A LITTLE JOGGIN' TO HER NOGGIN! LIKE, SOMETHING ONLY SHE WOULD REMEMBER!

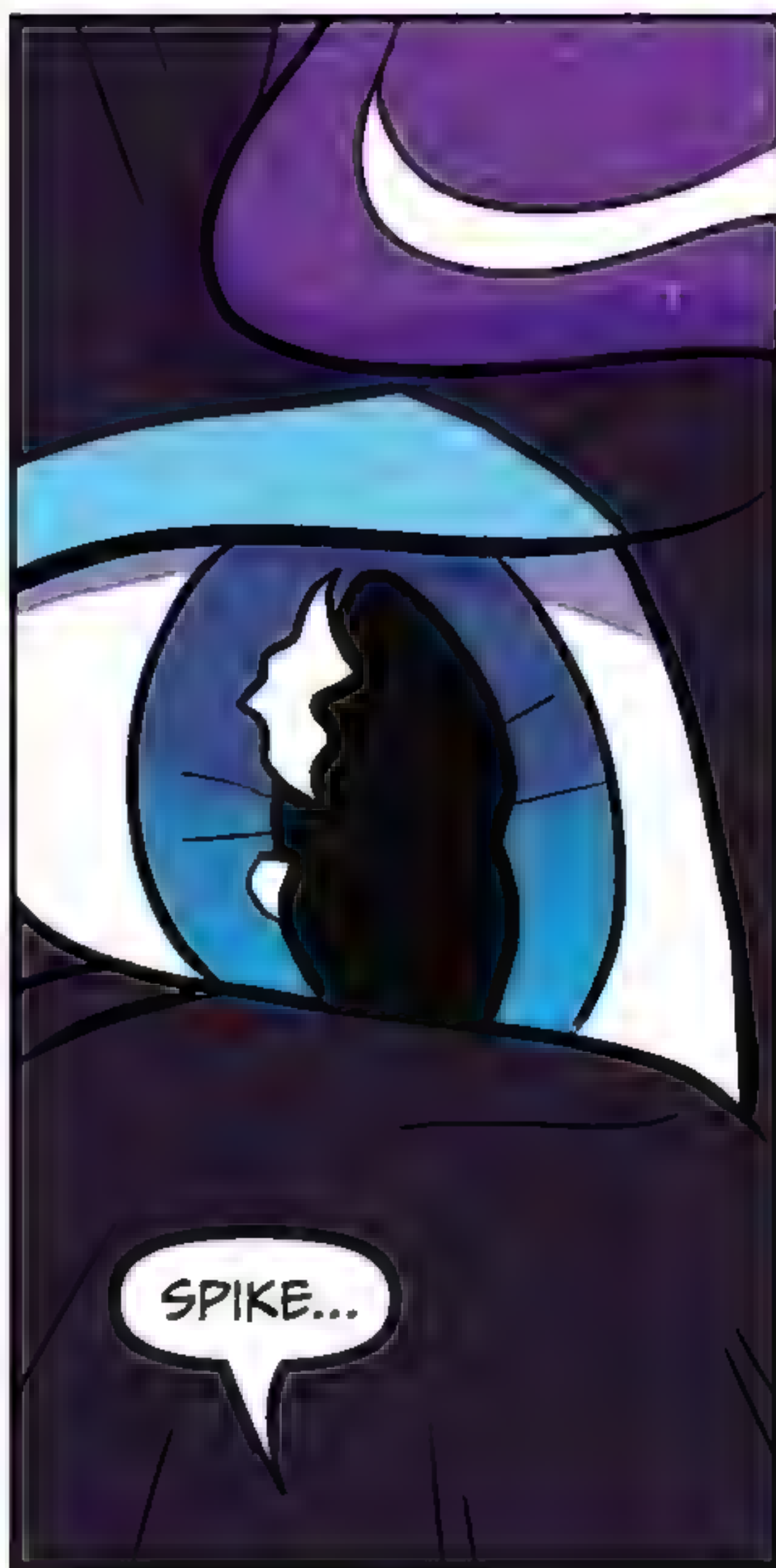


LIIIIKE, RARITY, REMEMBER THAT TIME WE WERE AT THE SPA AND THE HOT TUB'S BUBBLES STOPPED WORKING? AND I TOLD YOU THAT JOKE ABOUT THE AARDVARK MARRYING A PIPE CLEANER THEN \*POOF!\* SUDDENLY THERE WERE BUBBLES?! YOU WERE SO EMBARRASSED YOU MADE ME HOOFIE SWEAR TO NEVER EVER EVER TELL?!

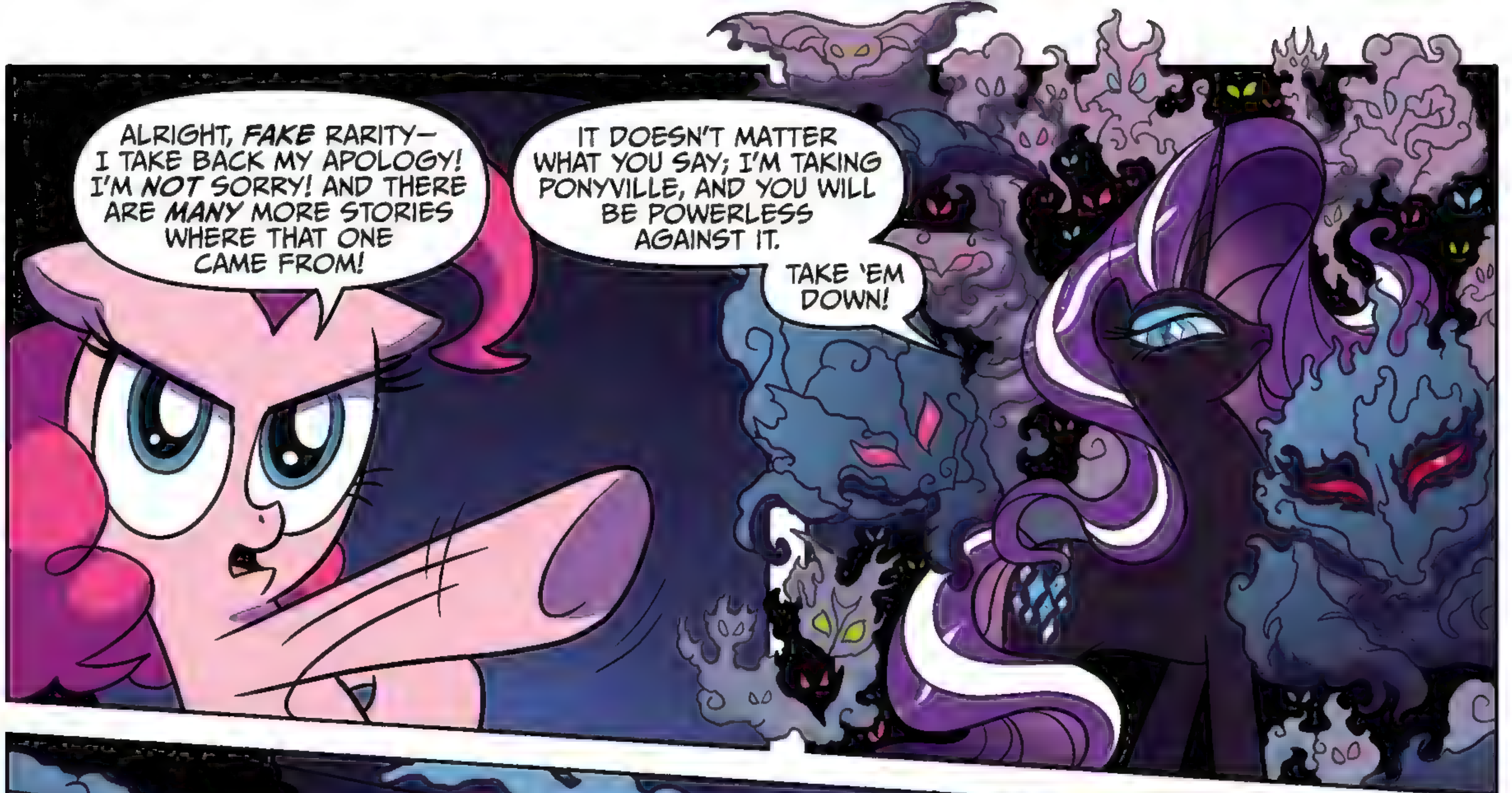


—GASP!— I'M SORRY! I TOTALLY JUST TOLD!









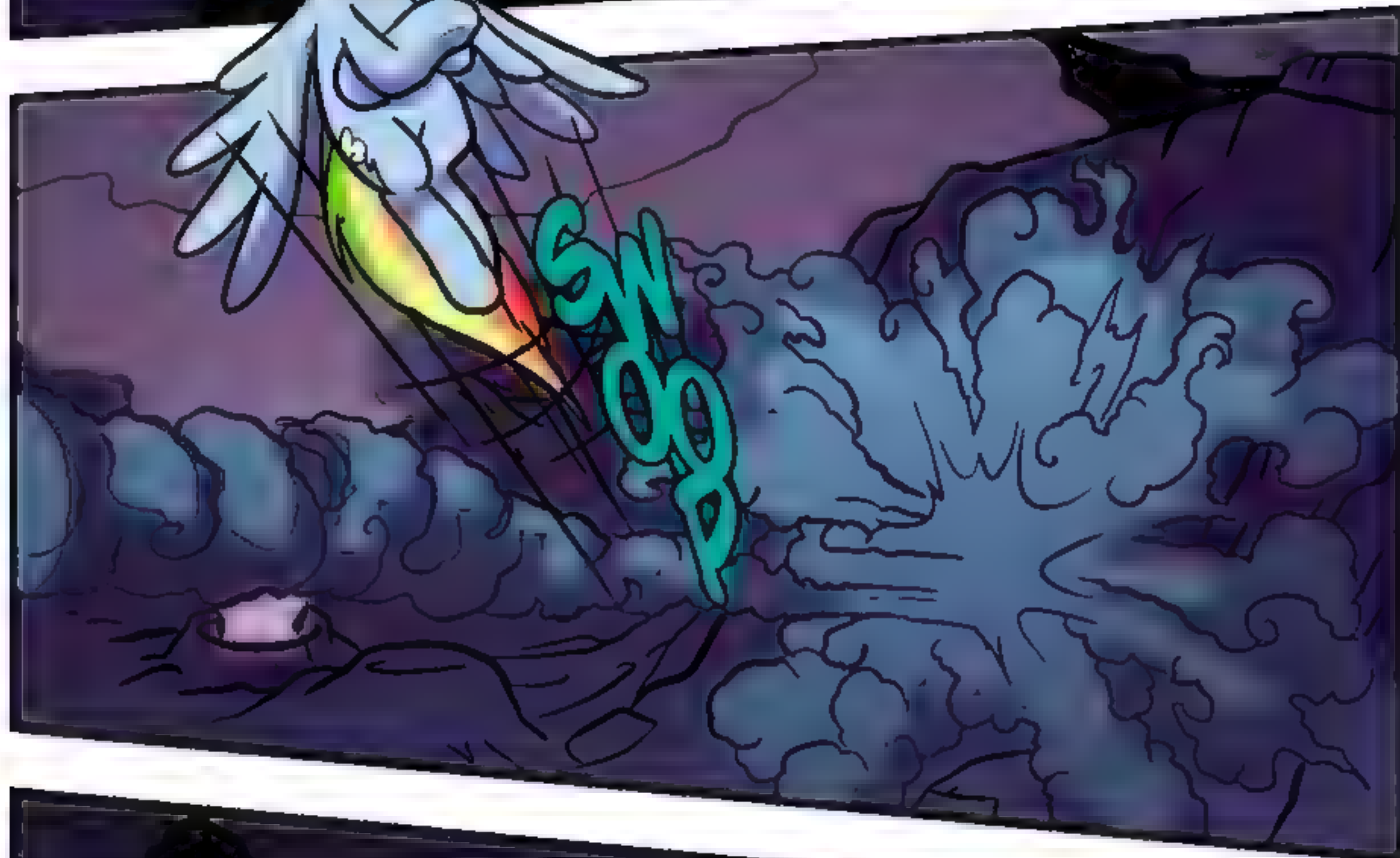
ALRIGHT, FAKE RARITY—  
I TAKE BACK MY APOLOGY!  
I'M NOT SORRY! AND THERE  
ARE MANY MORE STORIES  
WHERE THAT ONE  
CAME FROM!

IT DOESN'T MATTER  
WHAT YOU SAY; I'M TAKING  
PONYVILLE, AND YOU WILL  
BE POWERLESS  
AGAINST IT.

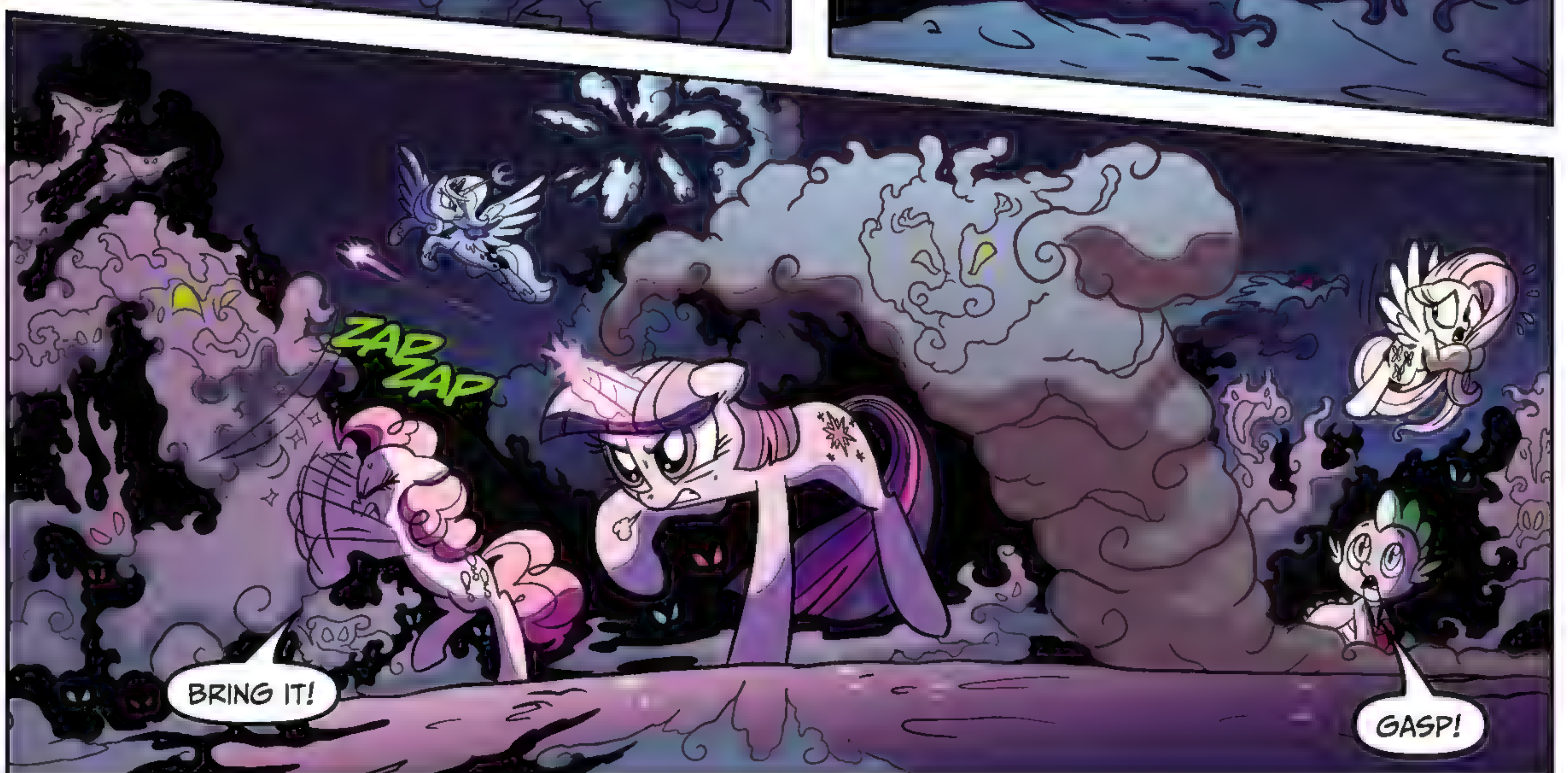
TAKE 'EM  
DOWN!



COME  
GET ME,  
FLY BOY!



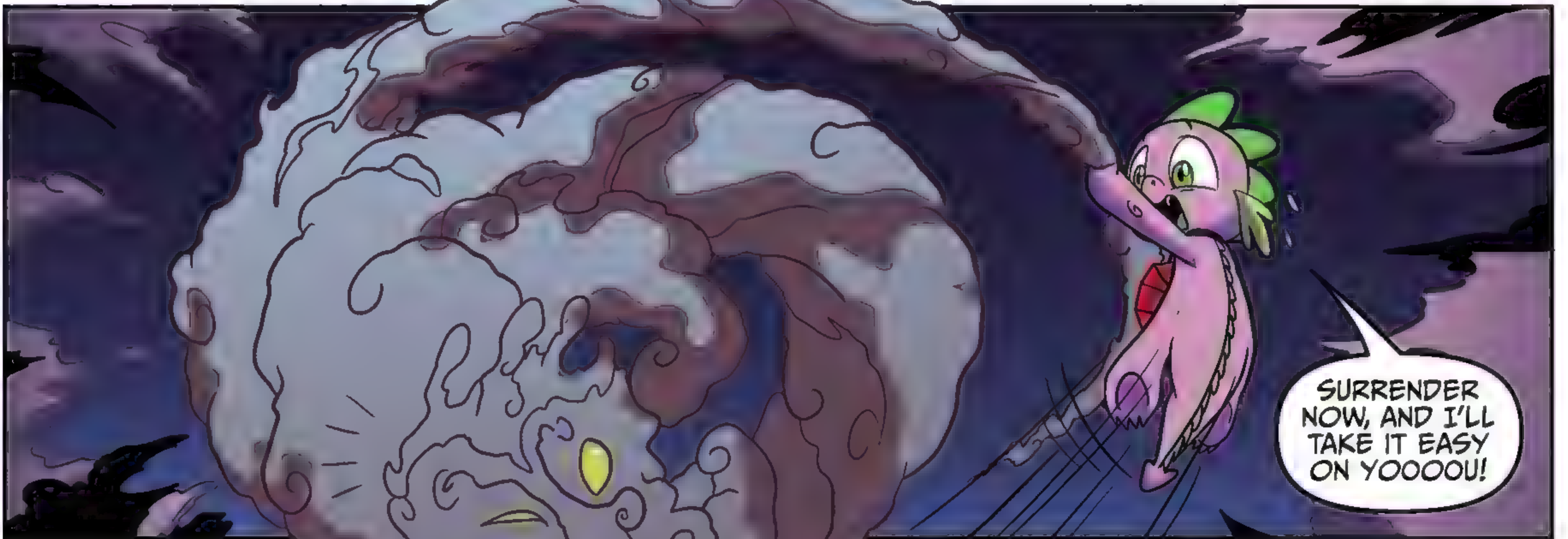
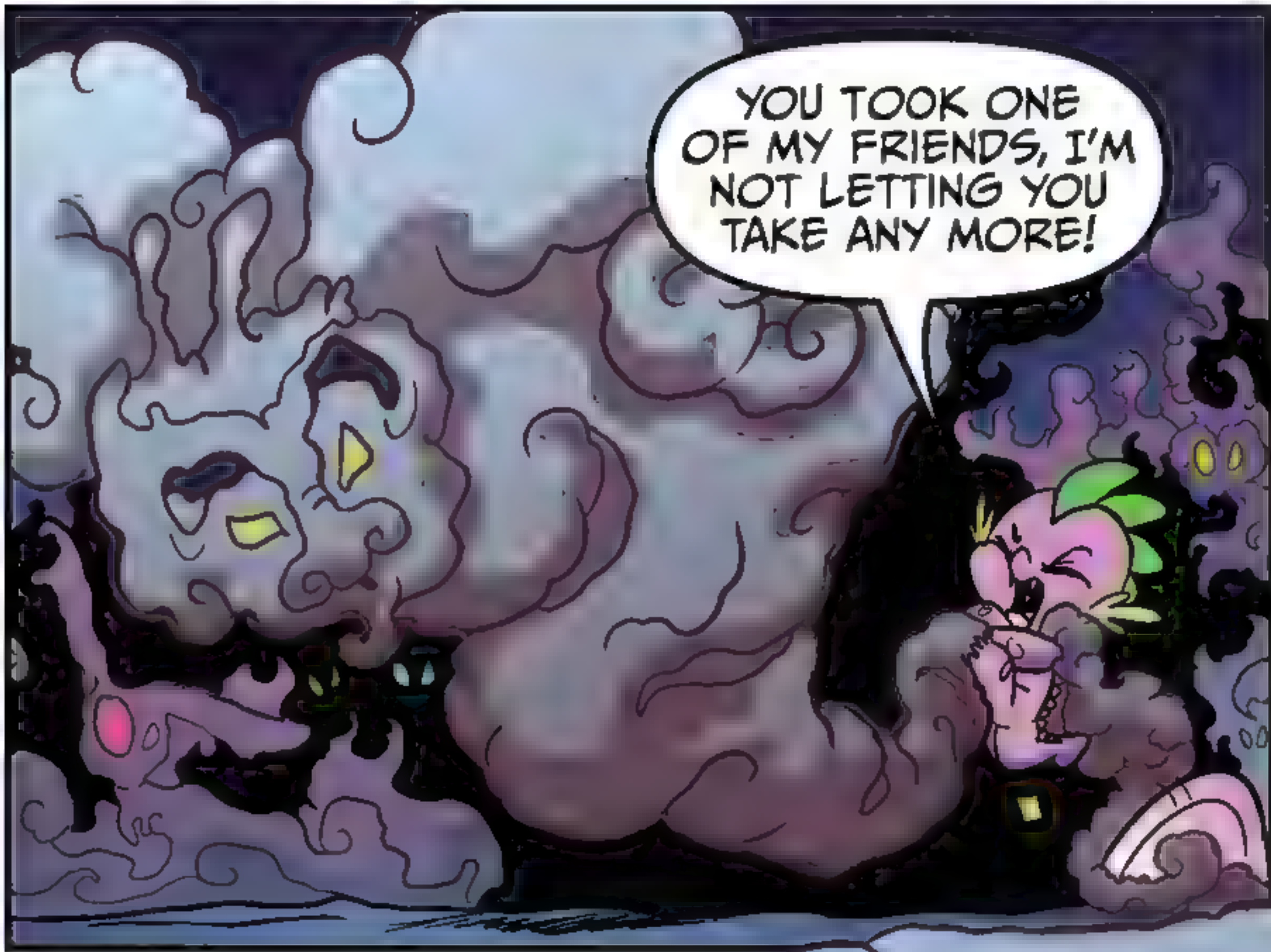
AND THAT, MY  
FRIEND, IS WHAT  
WE CALL  
"SKILLZ!"



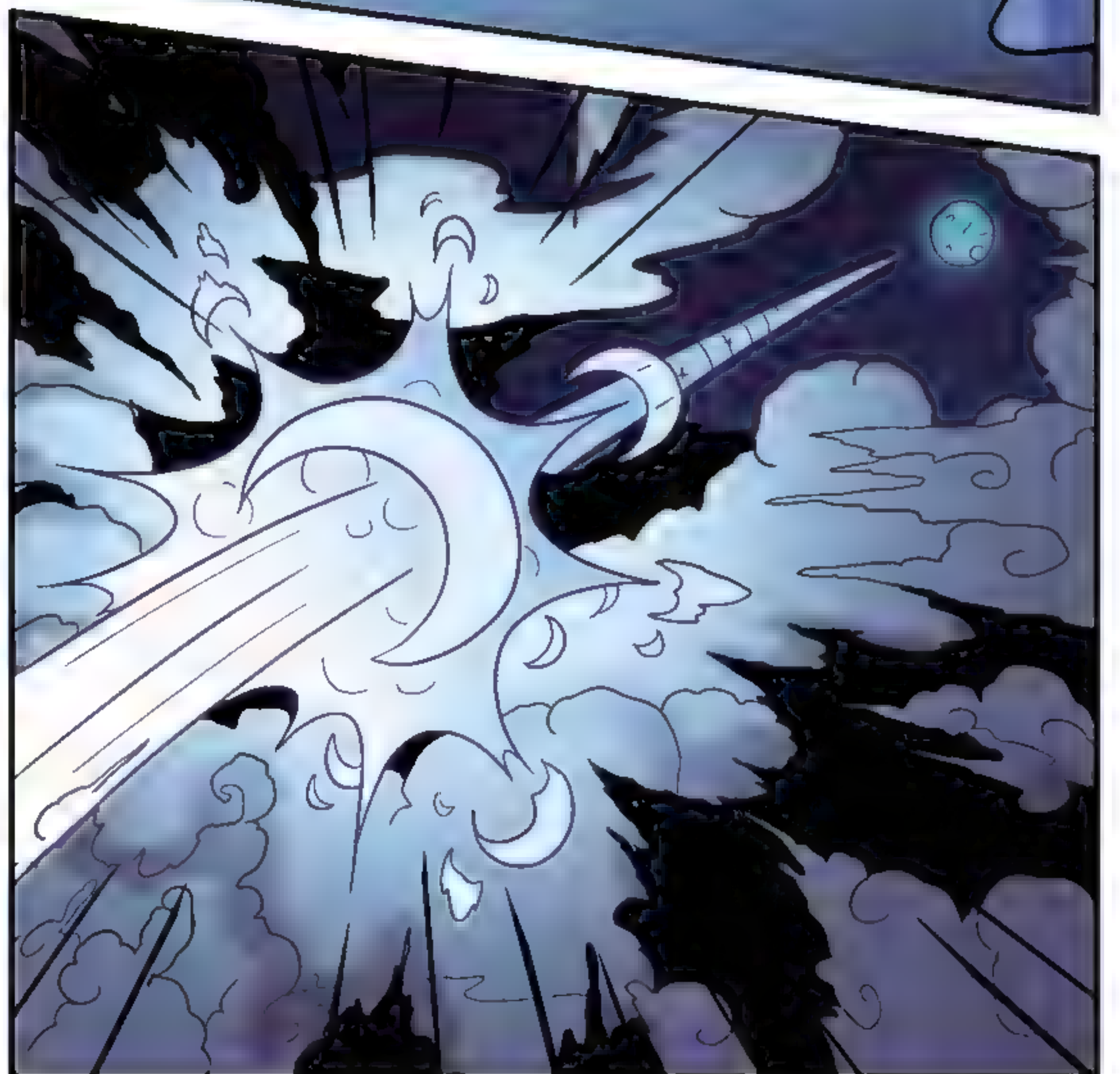
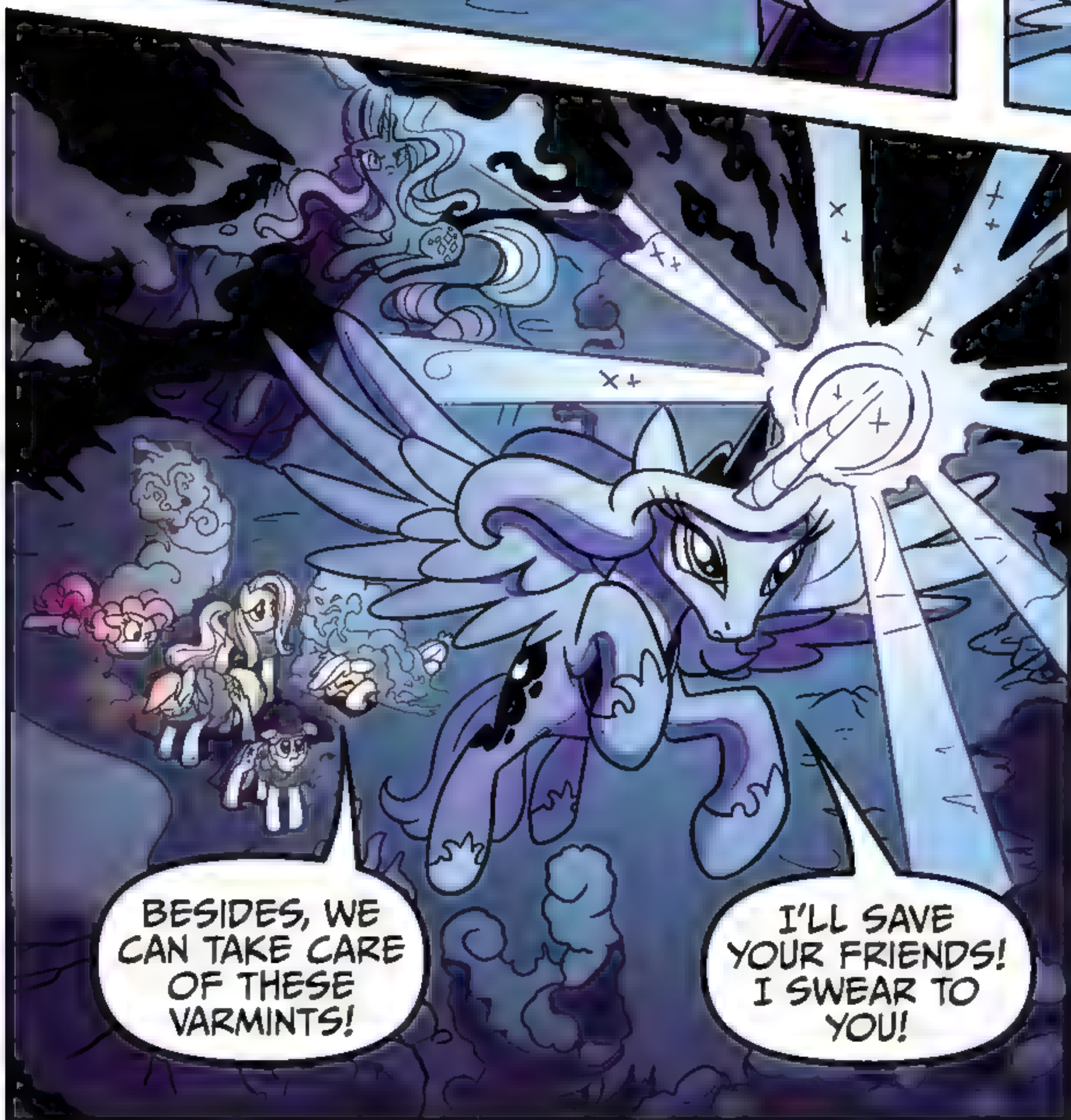
BRING IT!

GASP!

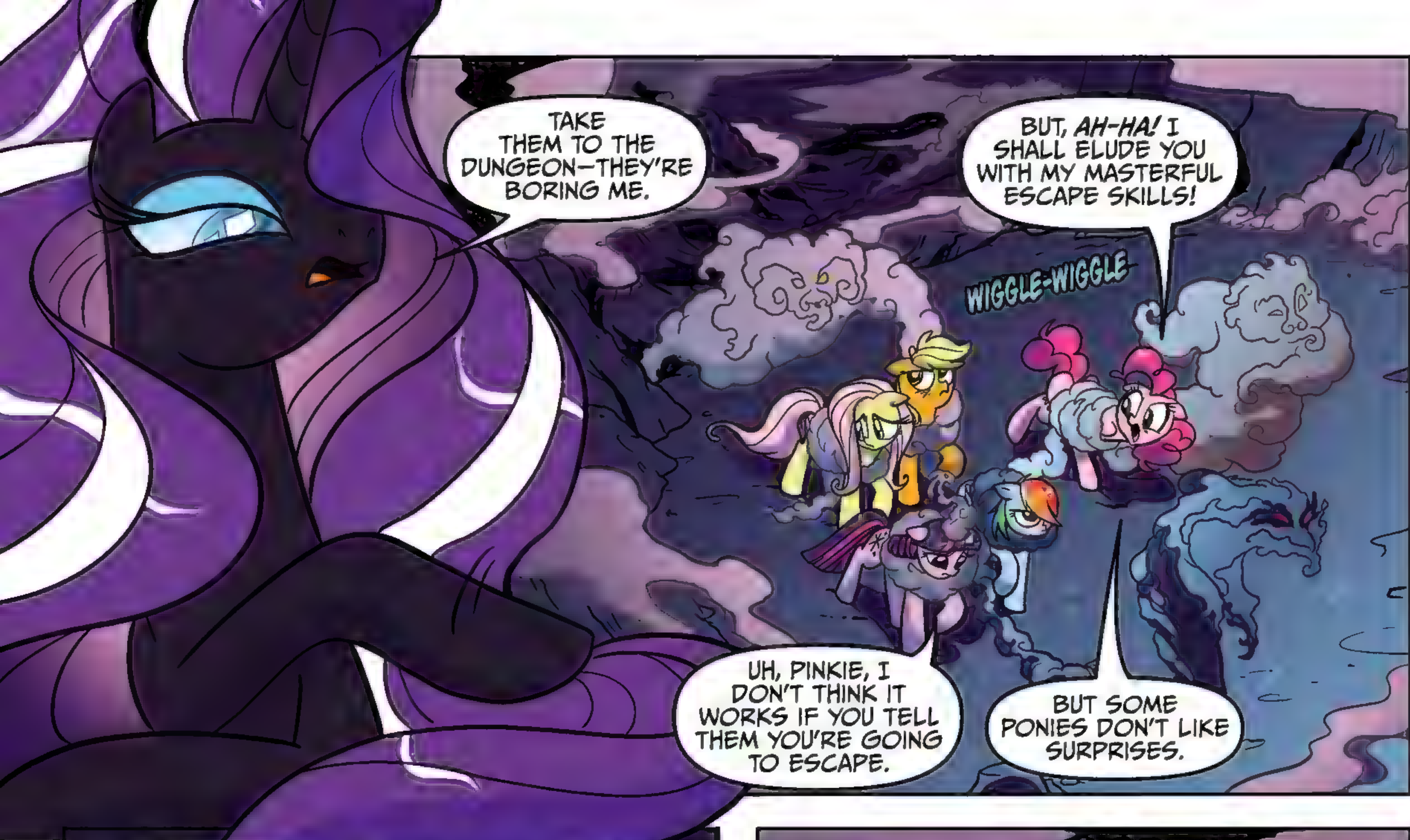












TAKE THEM TO THE DUNGEON—THEY'RE BORING ME.

BUT, AH-HA! I SHALL ELUDE YOU WITH MY MASTERFUL ESCAPE SKILLS!

WIGGLE-WIGGLE

UH, PINKIE, I DON'T THINK IT WORKS IF YOU TELL THEM YOU'RE GOING TO ESCAPE.

BUT SOME PONIES DON'T LIKE SURPRISES.



AND THESE LOOK LIKE PONIES THAT DON'T LIKE SURPRISES, IF YA KNOW WHAT I MEAN.

EXACTLY. \*WINK-WINK\*

BUT THEY AREN'T PONIES.



TRY IT—IT'S FUN! MAYBE THEN YOU WOULDN'T BE SUCH A GRUMPY GROUSE!

?

WIGGLE-WIGGLE  
WIGGLE-BUMP



STOP THAT INCESSANT WIGGLING!

I CAN'T! IT'S TOO MUCH FUN!







I WISH DARING DO WAS HERE TO HELP US NOW.

AW, MAN! DARING DO WOULD, LIKE, MAKE A CRAZY EXPLOSION OUT OF, LIKE, DUCKTAPE AND APPLEJACK'S HAIR AND **BOOM!** WE'D BE FREE!

WELL, I DON'T KNOW EXACTLY HOW EXPLOSIVE MY HAIR IS, BUT WHAT CAN WE DO? OUR MAGIC ISN'T STRONG ENOUGH WITHOUT RARITY.

APPLEJACK'S RIGHT—WITHOUT RARITY, WE CAN'T USE THE ELEMENTS OF HARMONY TO SAVE PONYVILLE. AND THERE MUST BE A SPELL ON THIS CASTLE—MY MAGIC WON'T WORK.

I HOPE LUNA DOES CHECK IN ON ANGEL, AND ALL OF MY OTHER LITTLE FRIENDS... I WISH I COULD CUDDLE A SWEET, FUZZY, BABY ANIMAL RIGHT NOW.

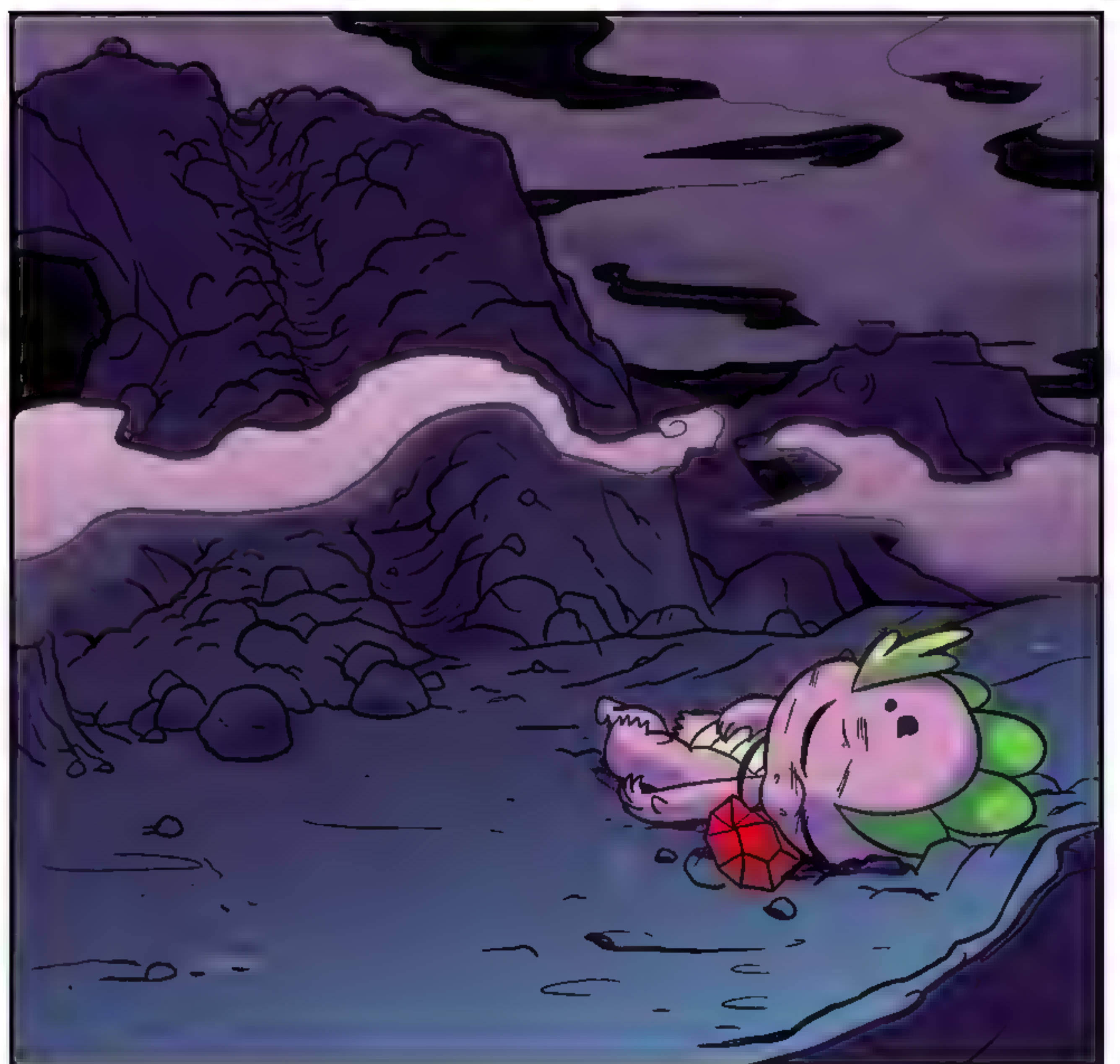
OH MY GOODNESS! LITTLE FRIEND, COME INTO THE LIGHT SO I CAN LOVE YOU UP!

IT'S OKAY, YOUR NEW FRIENDS ARE EXCITED TO MEET YOUR BEAUTIFUL, WIDDLE FACE!

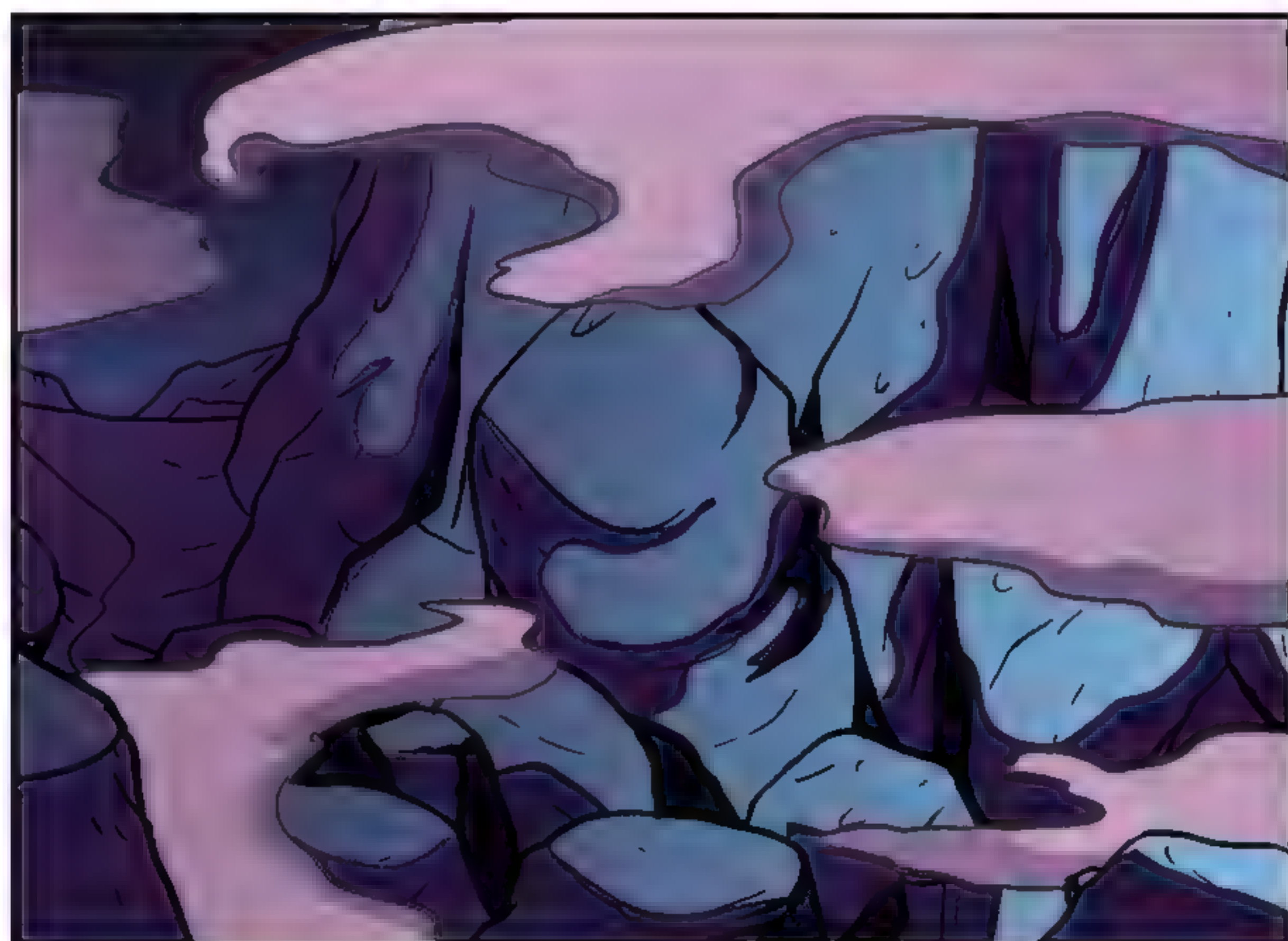
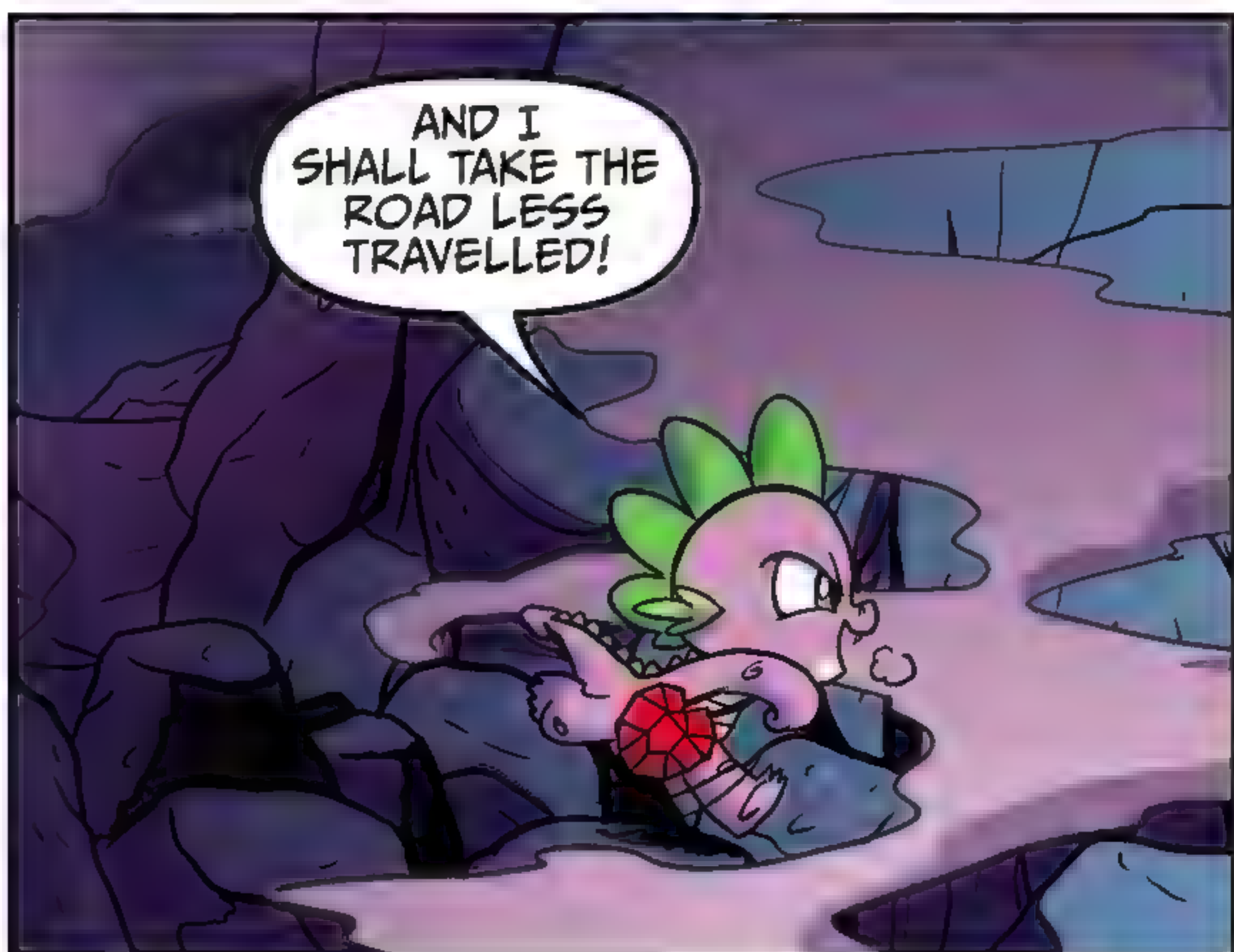
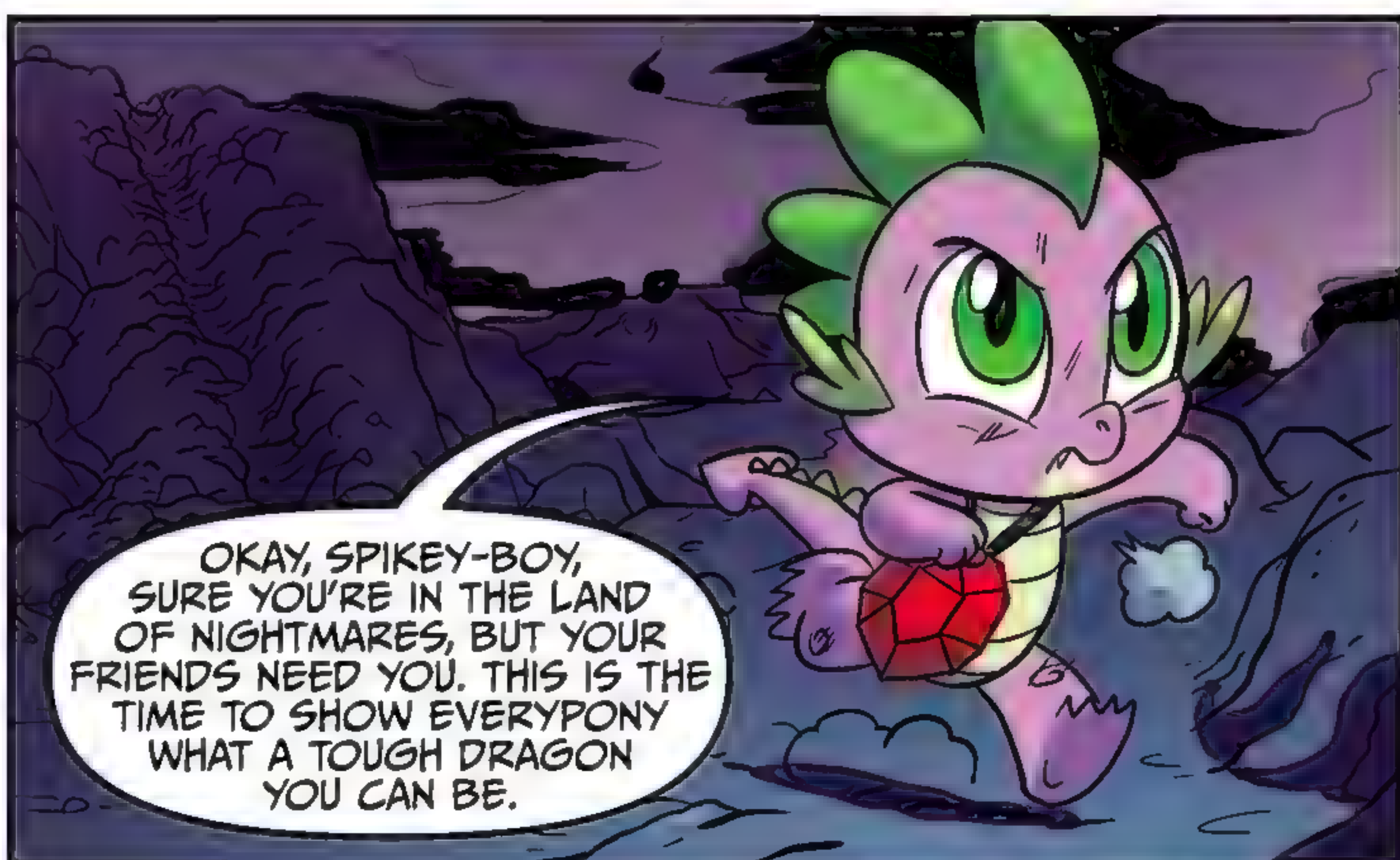
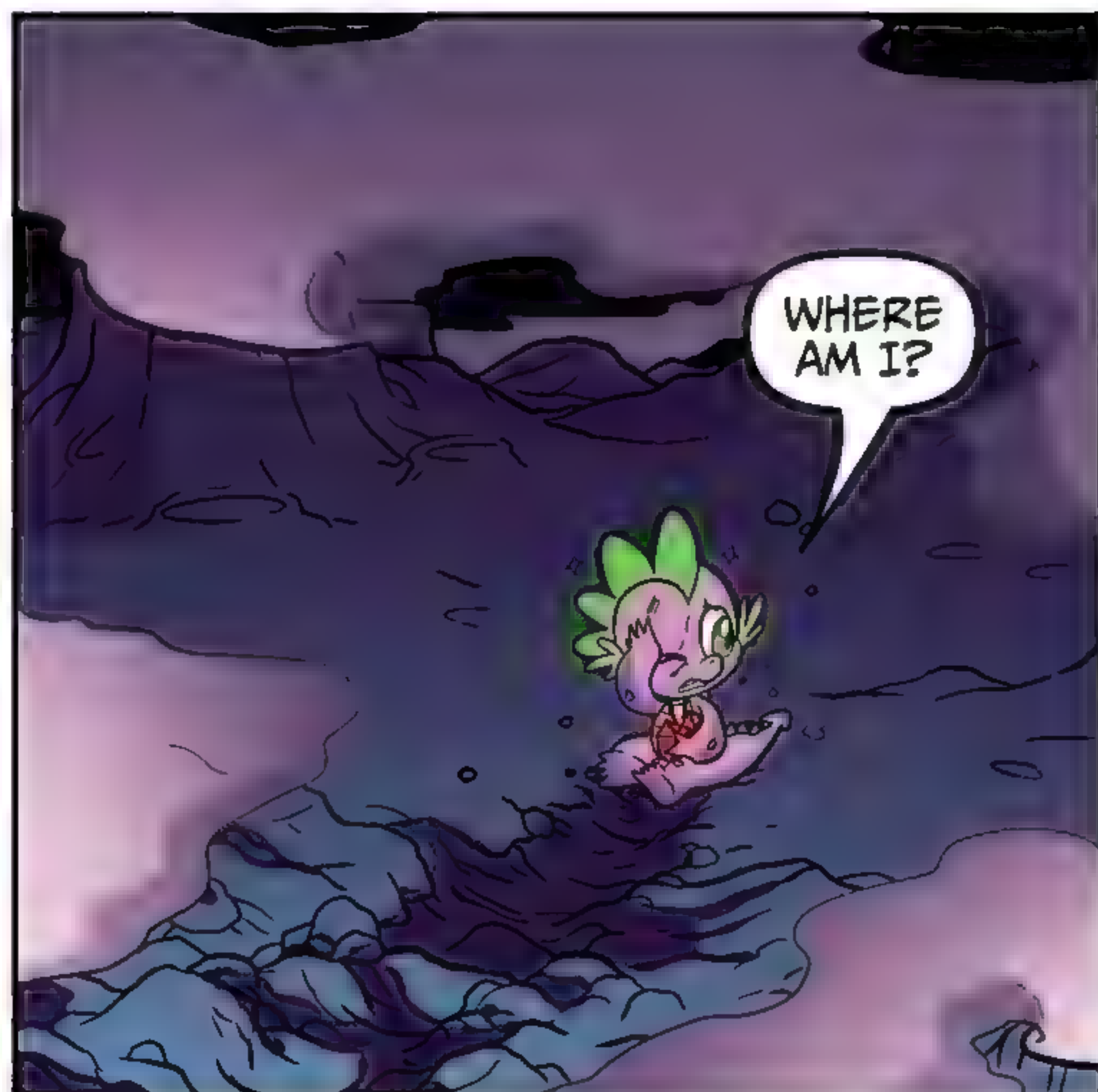
HELLO, YOU CUTIE!

SKITTER-SKIT-SKIT

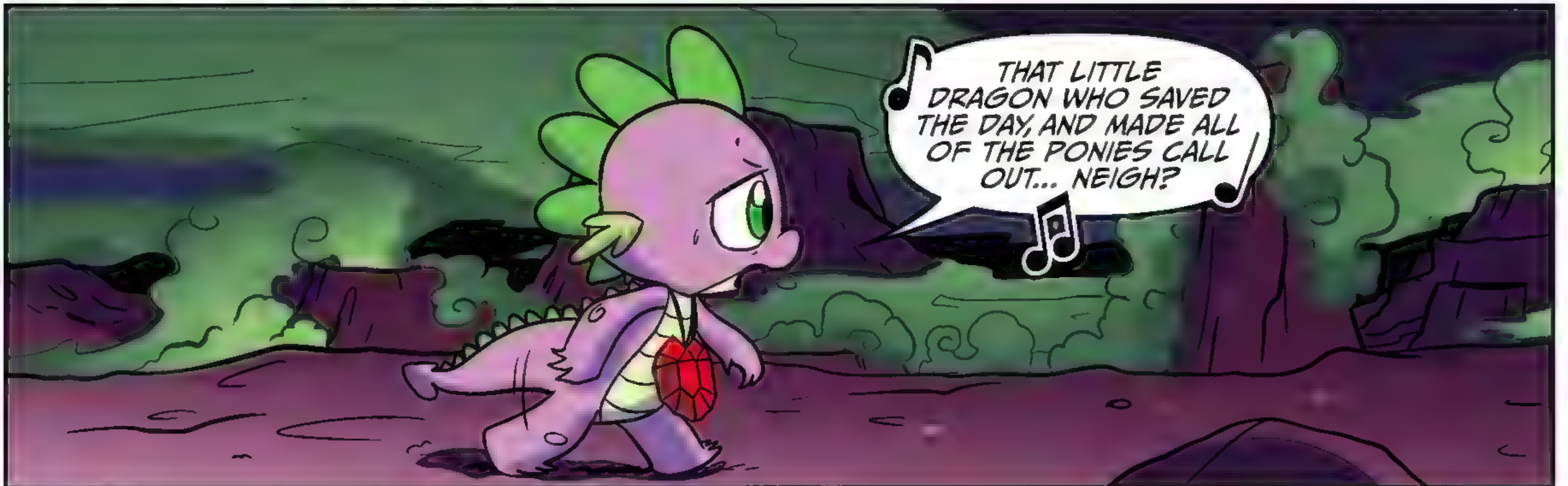
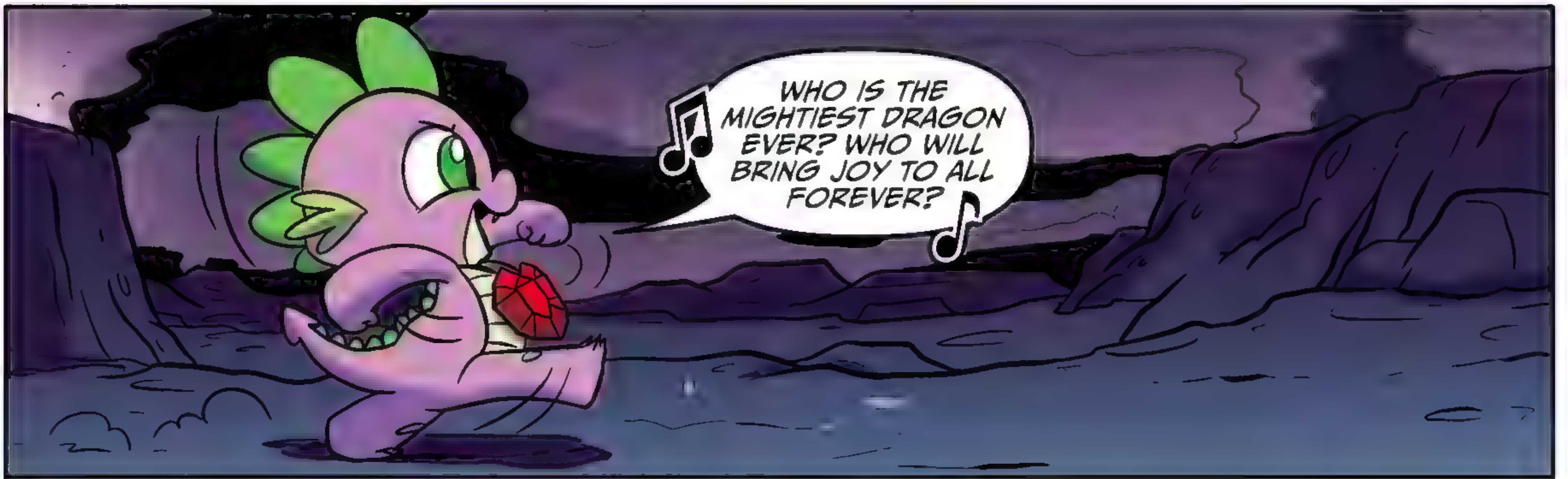




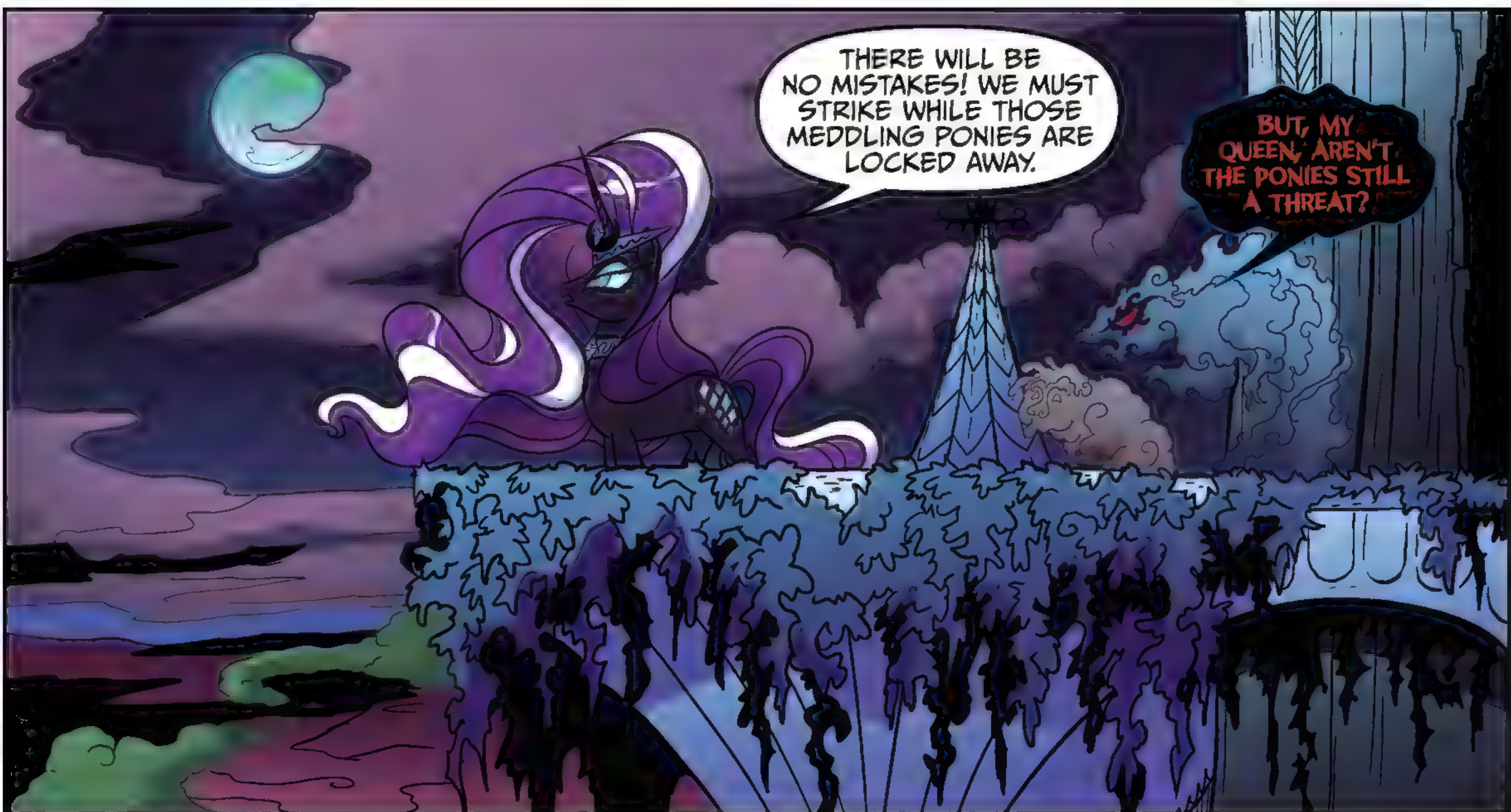
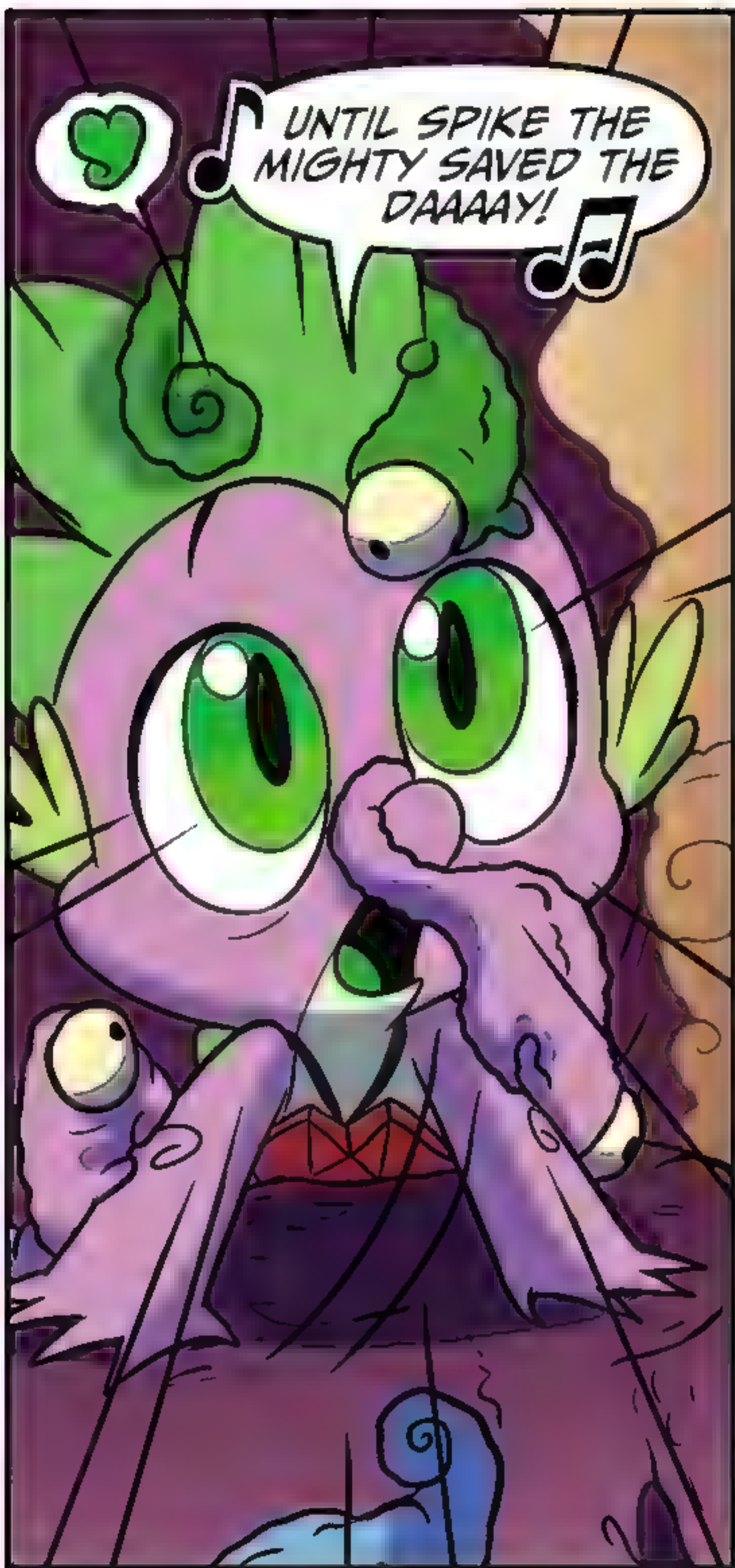










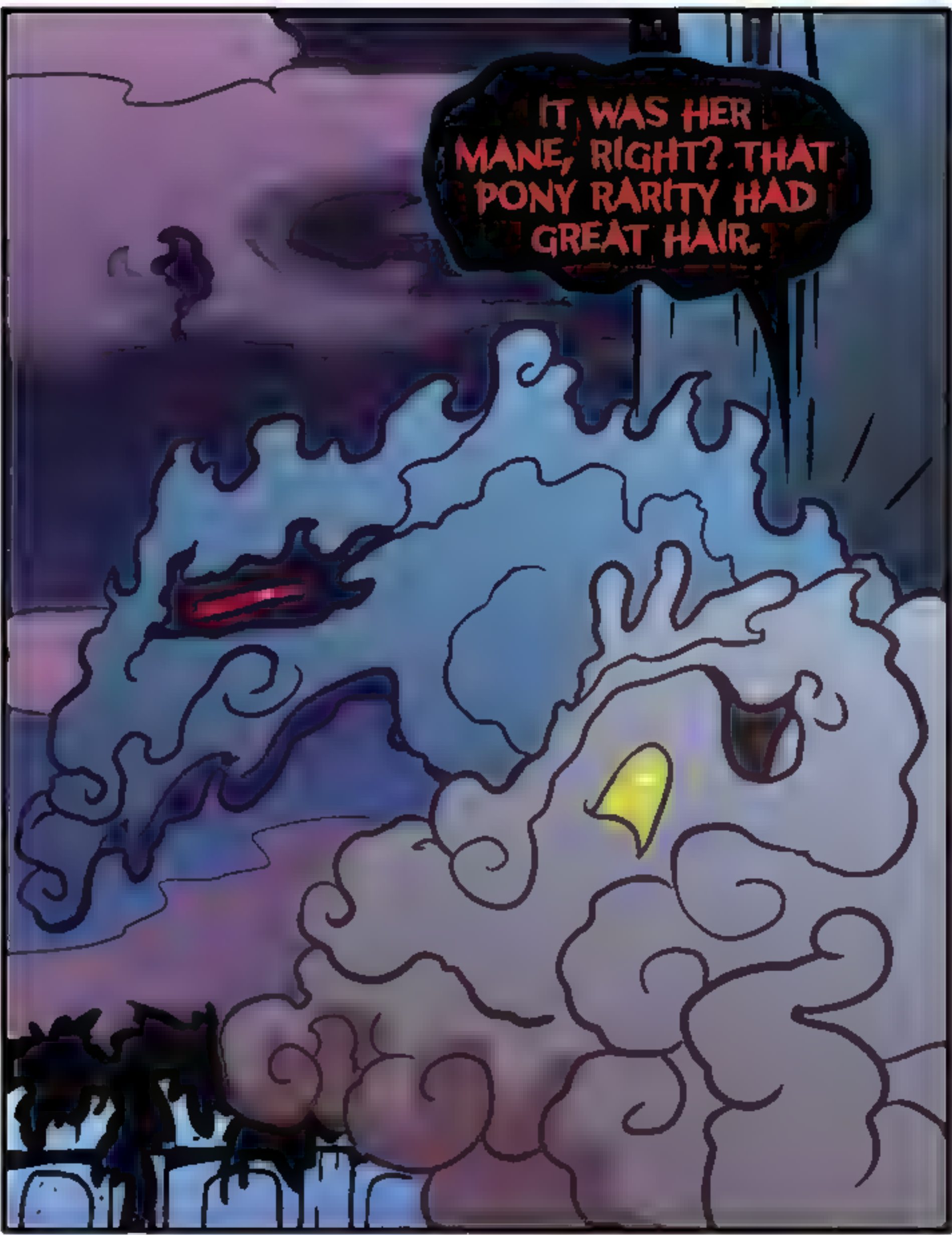






OH, MY DEAR LARRY. MY DEAR, SIMPLE, UNAMUSING LARRY. I PICKED THIS PONY VESSEL FOR A REASON—TO RENDER THE ELEMENTS OF HARMONY POWERLESS!

SUPREME ONE, MAY I ASK WHY YOU CHOSE THIS PONY IN PARTICULAR? THAT YELLOW ONE SEEMED LIKE AN EASIER OPTION.



IT WAS HER MANE, RIGHT? THAT PONY RARITY HAD GREAT HAIR.



I CHOSE RARITY SPECIFICALLY. SHE HAD, SHALL WE SAY, SELF-ESTEEM ISSUES?

DON'T WE ALL?

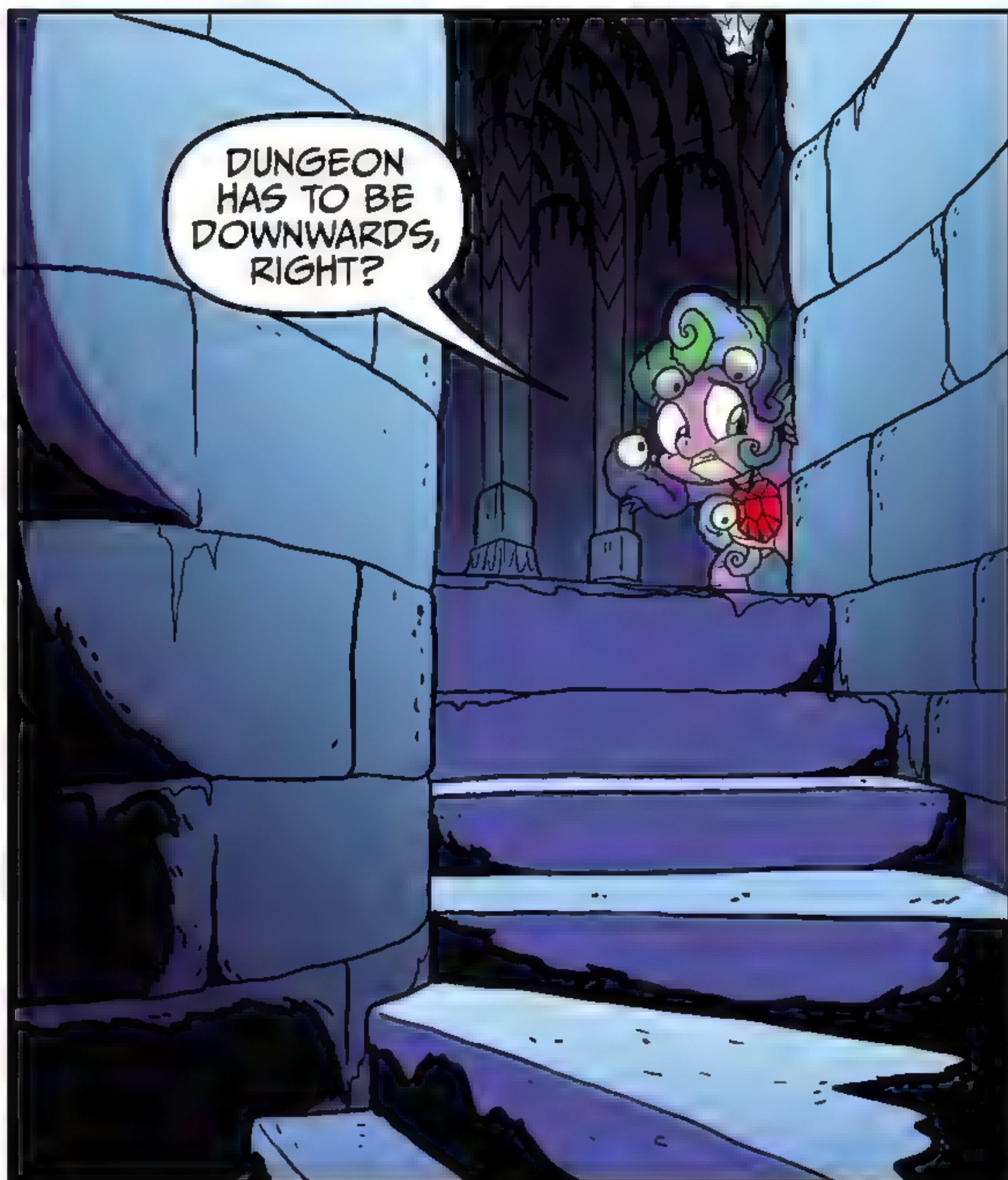


I NEEDED A BEING THAT WAS...PLIABLE. RARITY WAS SO EAGER TO HELP. SO GENEROUS WITH HER GIFTS, BUT SHE HAD A DEEP, DARK SECRET. I WAS SURE SHE WOULD CAVE.

SHE WAS A BIT STRONGER THAN WE HAD HOPED.

WELL, SOMETIMES A LITTLE FORCE IS NECESSARY.





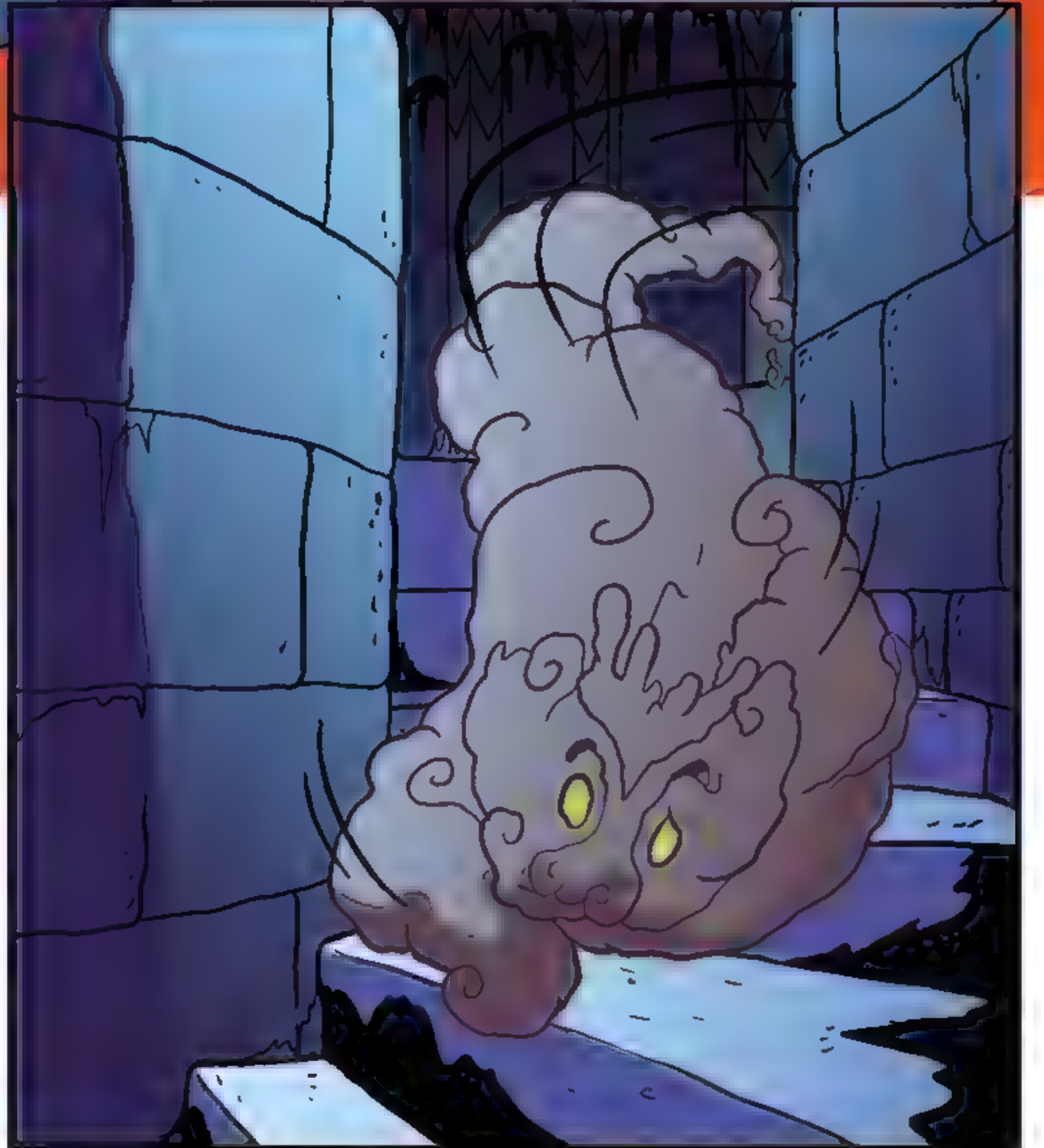




I "MISPLACED" IT. I DIDN'T LOSE IT. I'LL FIND IT! I SWEAR!



FIND IT NOW, OR YOU'LL BE JOINING THOSE PONIES.



♪ SPIKE! SPIKE! SPIKE! ♪



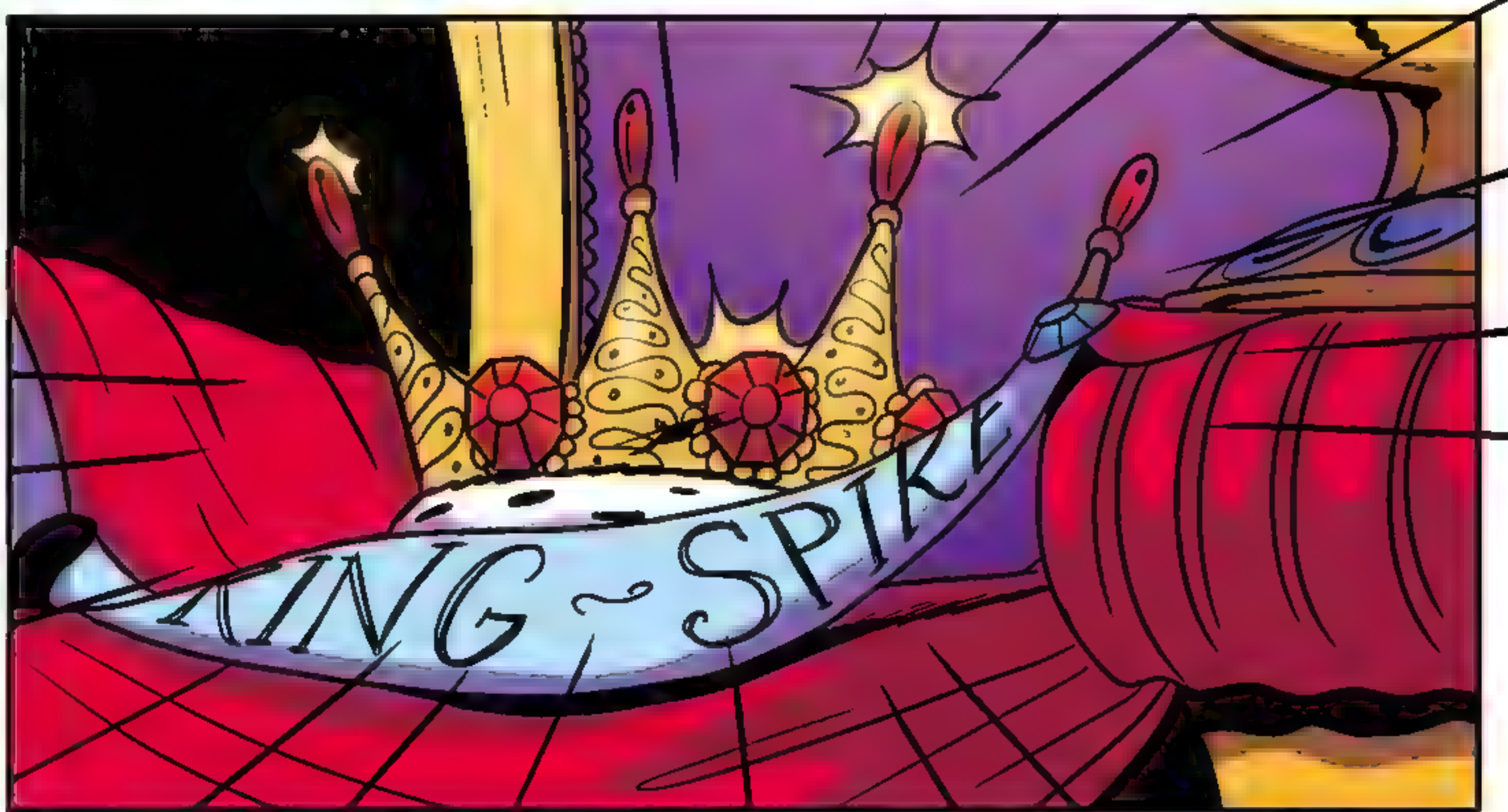
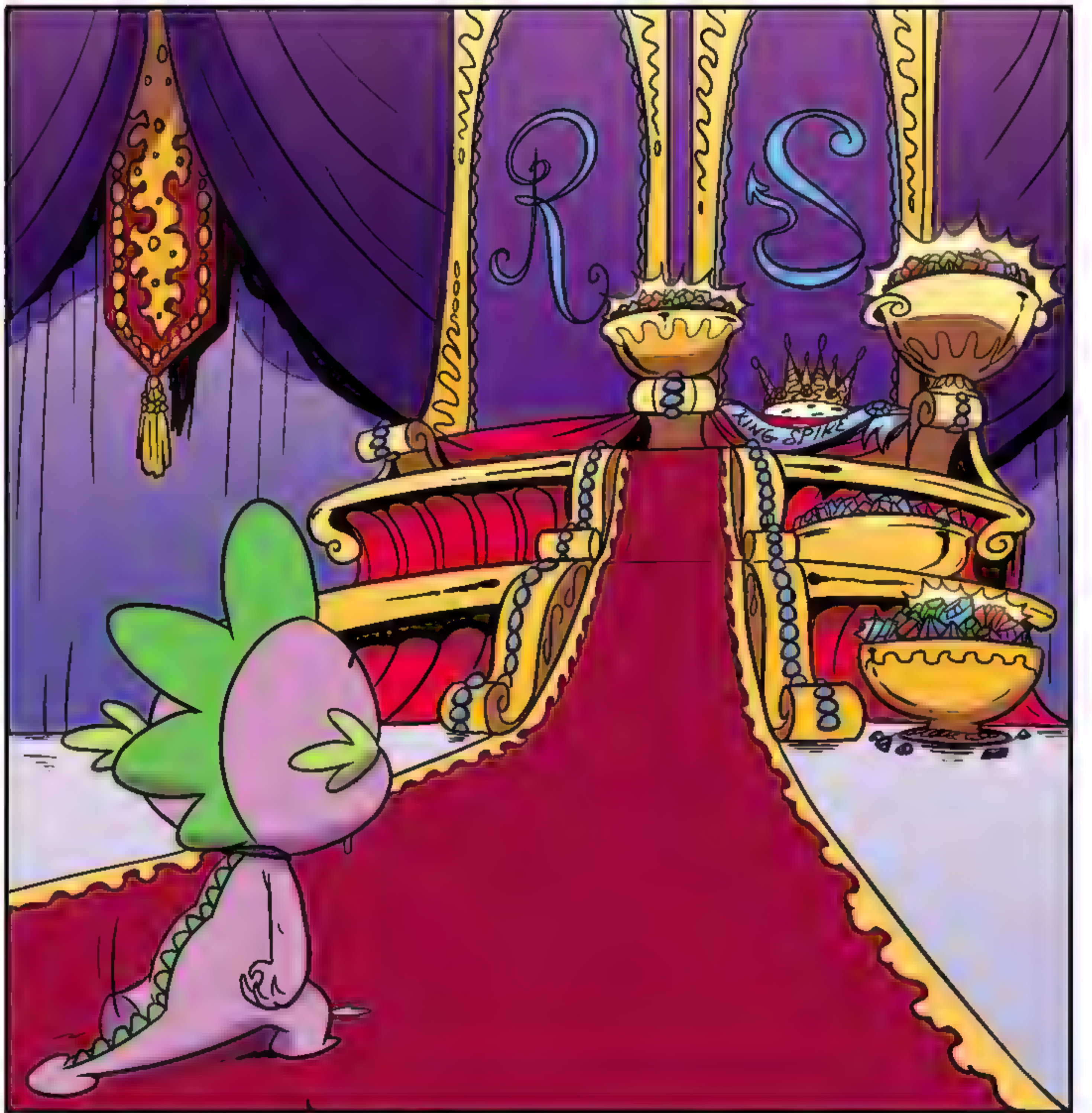
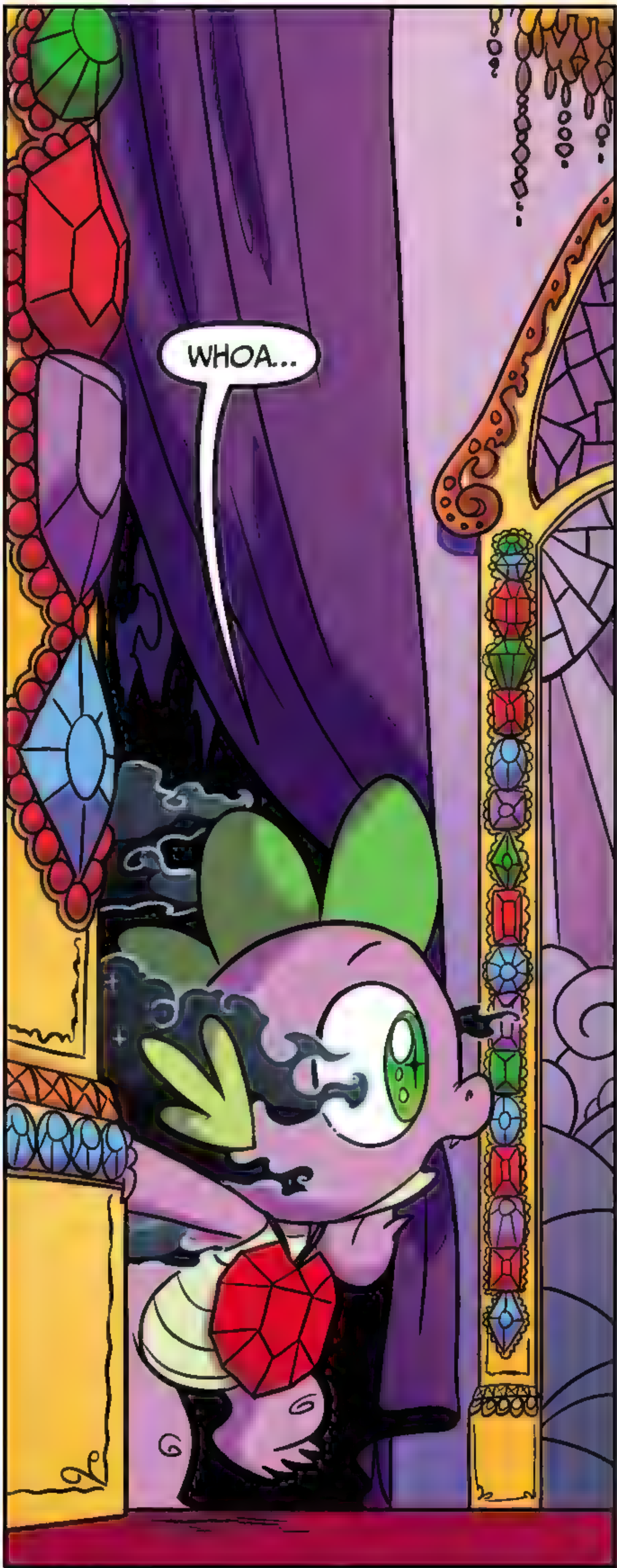
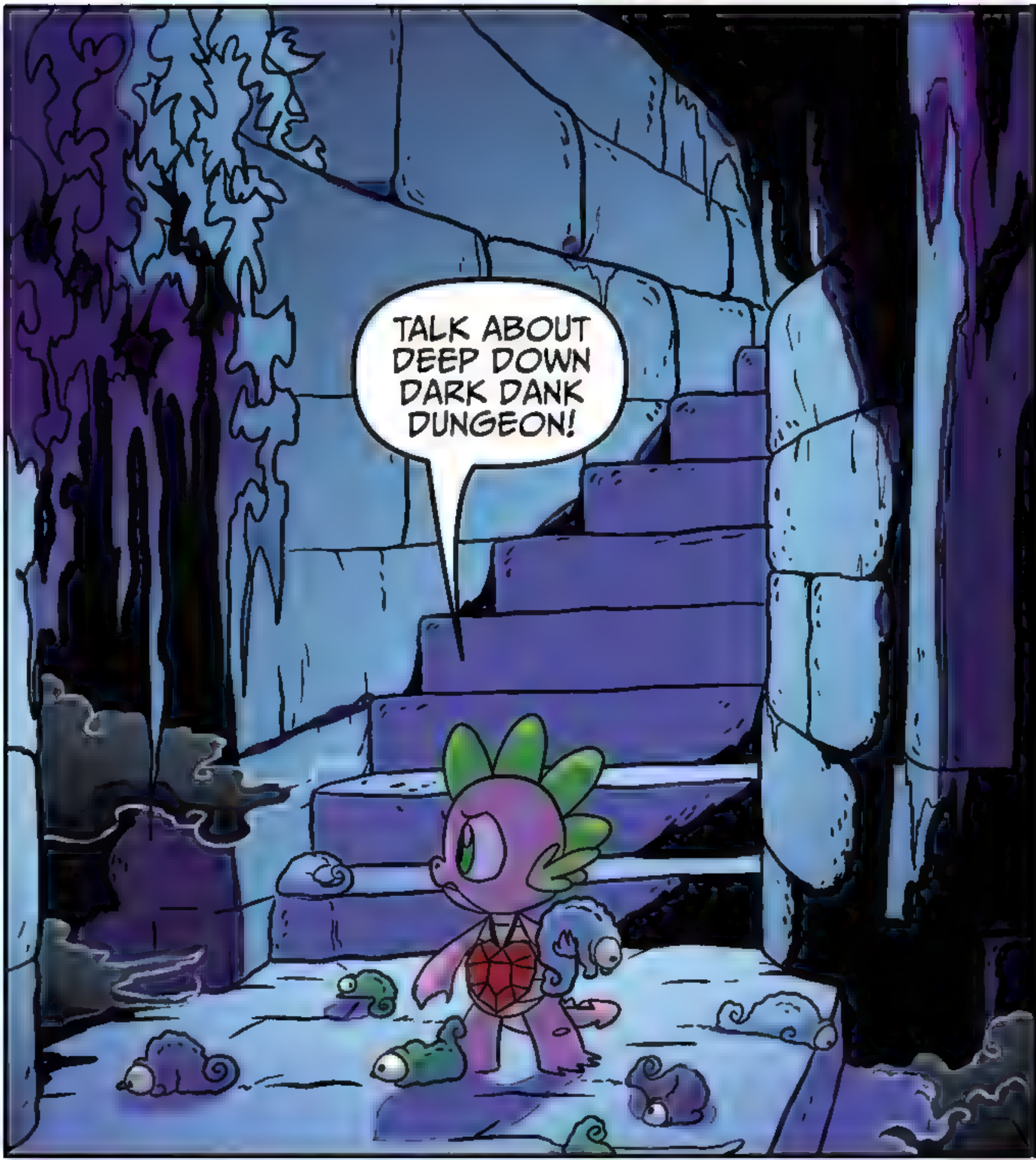
SO, THAT PERKY LITTLE DRAGON IS IN OUR CASTLE? "LARRY'S SIDEKICK"? NOT FOR LONG...

!



I GOTTA HURRY!









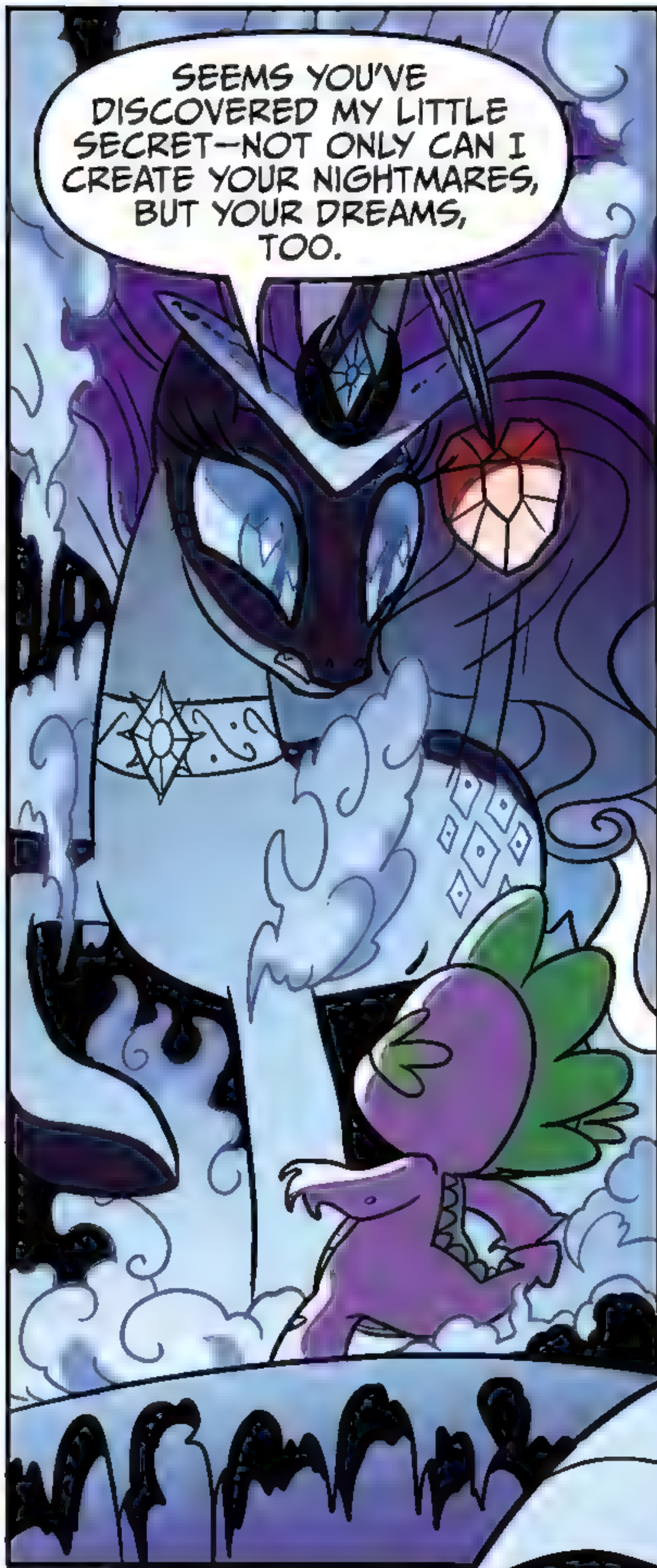












THIS NIGHTMARE HAS ONLY JUST BEGUN!



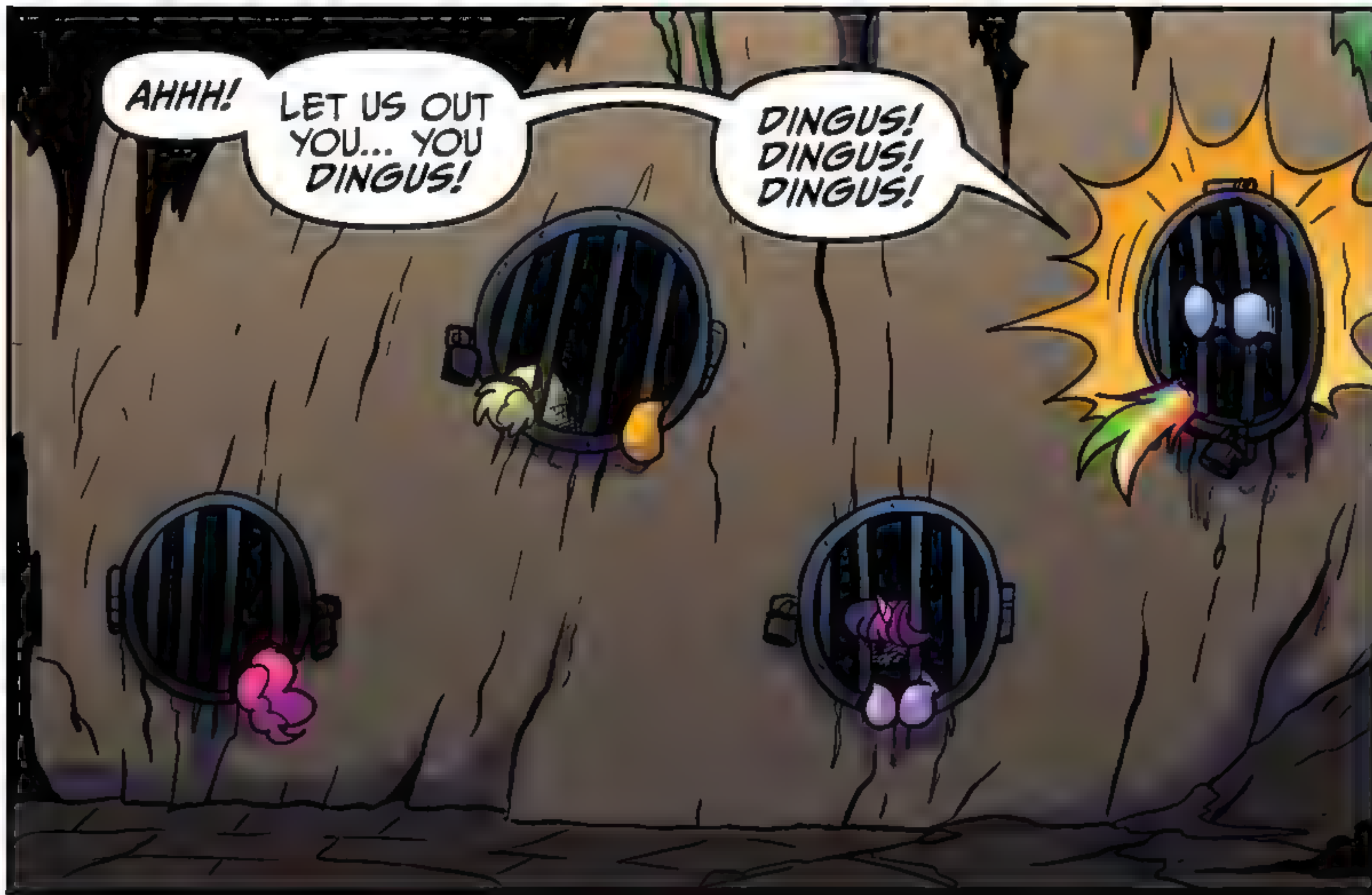
# CHAPTER FOUR

HOW COULD  
YOU LEAVE THE PONIES?  
YOUR WEAKNESS MADE YOU  
NIGHTMARE MOON ONCE,  
AND NOW YOU'RE  
WEAK AGAIN...

YOU'LL NEVER  
BE STRONG,  
LUNA.



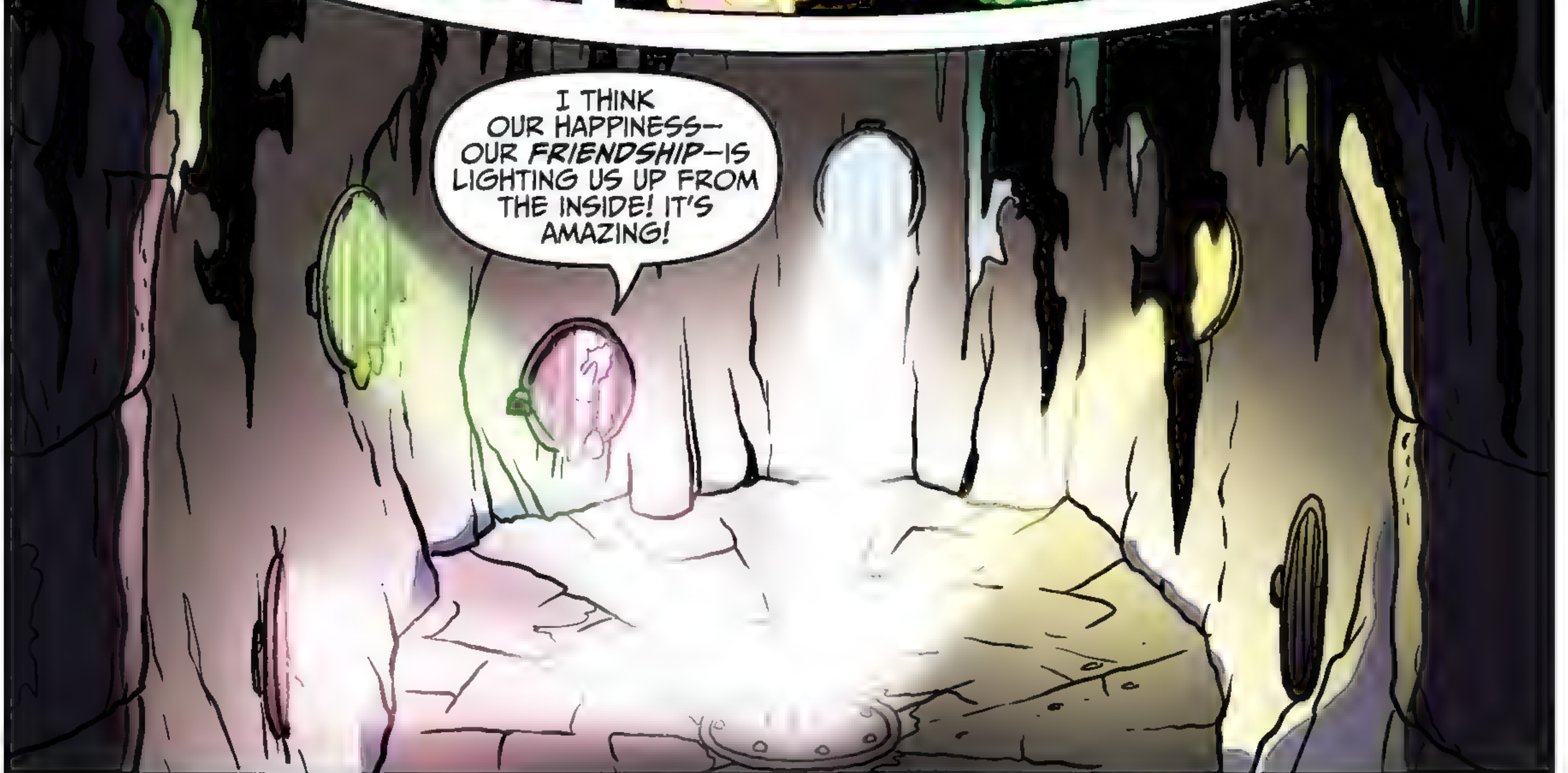
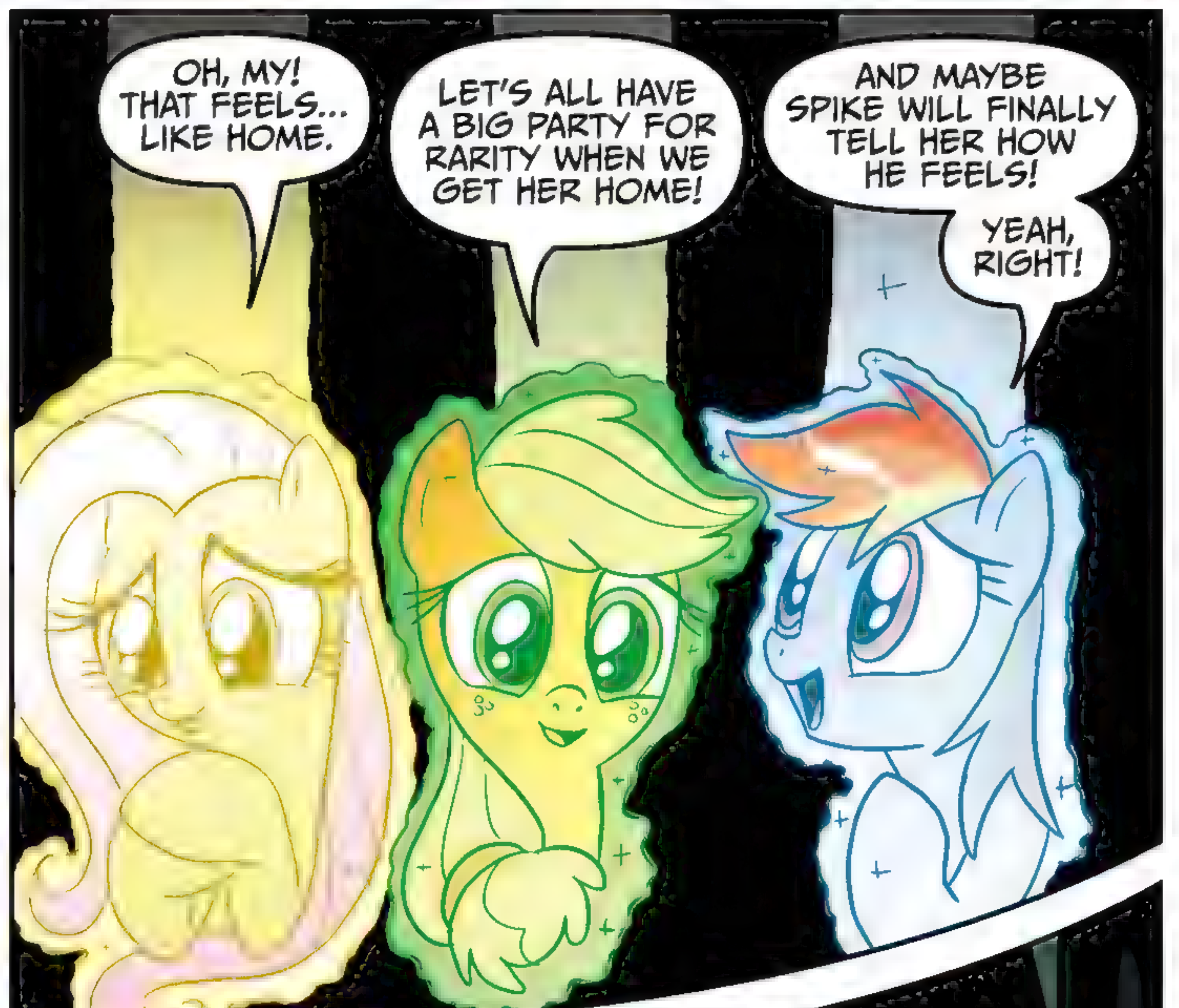
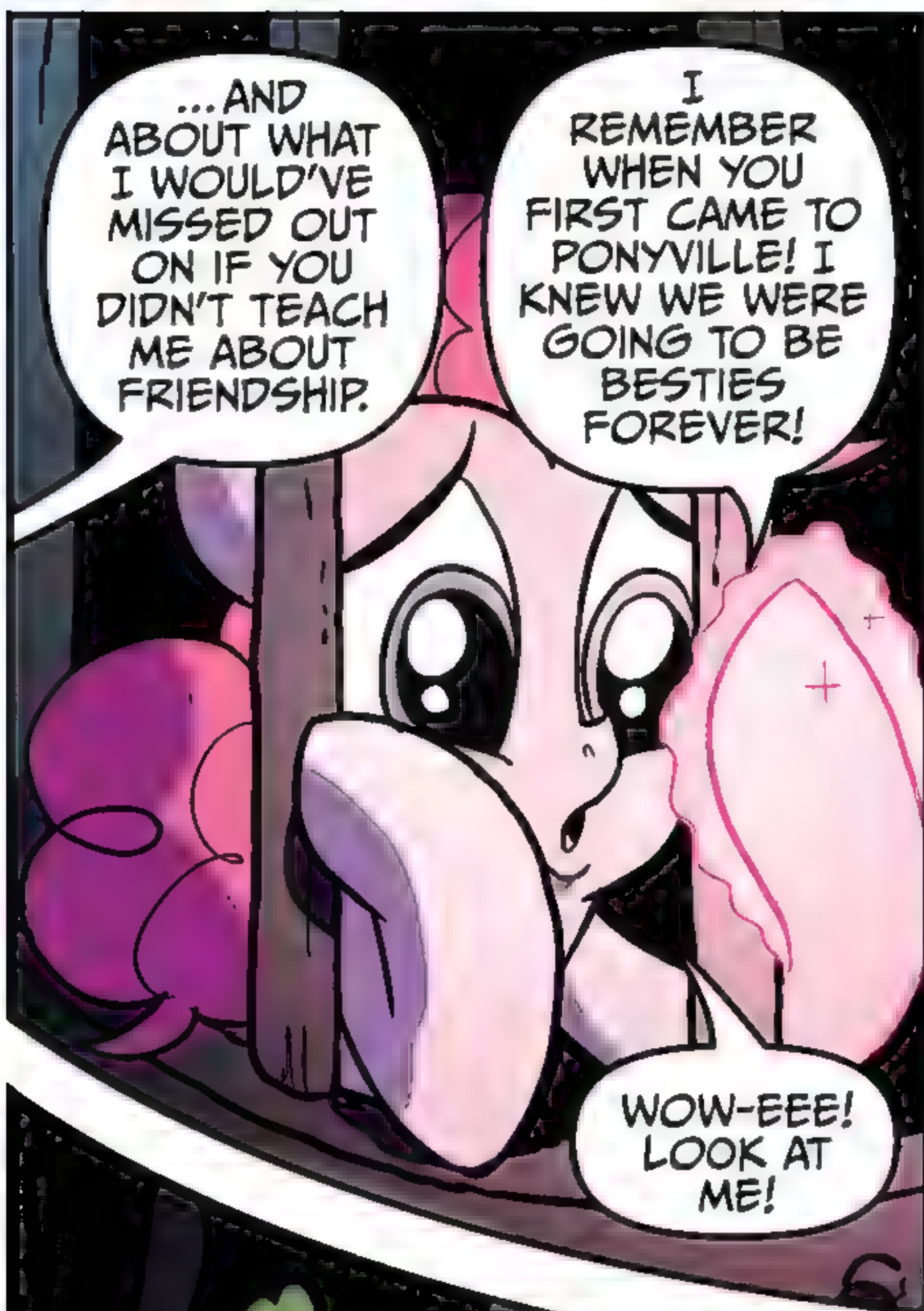
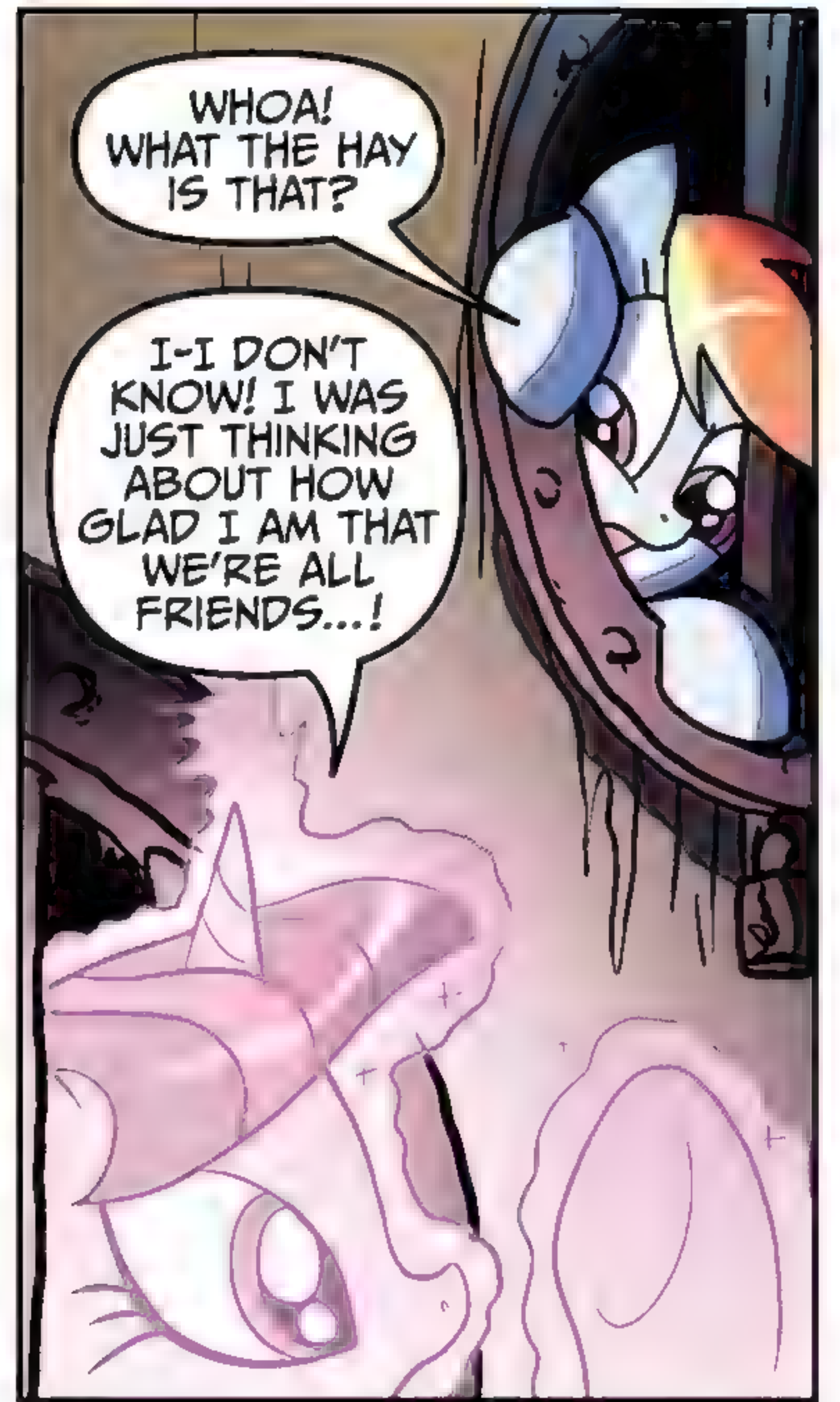
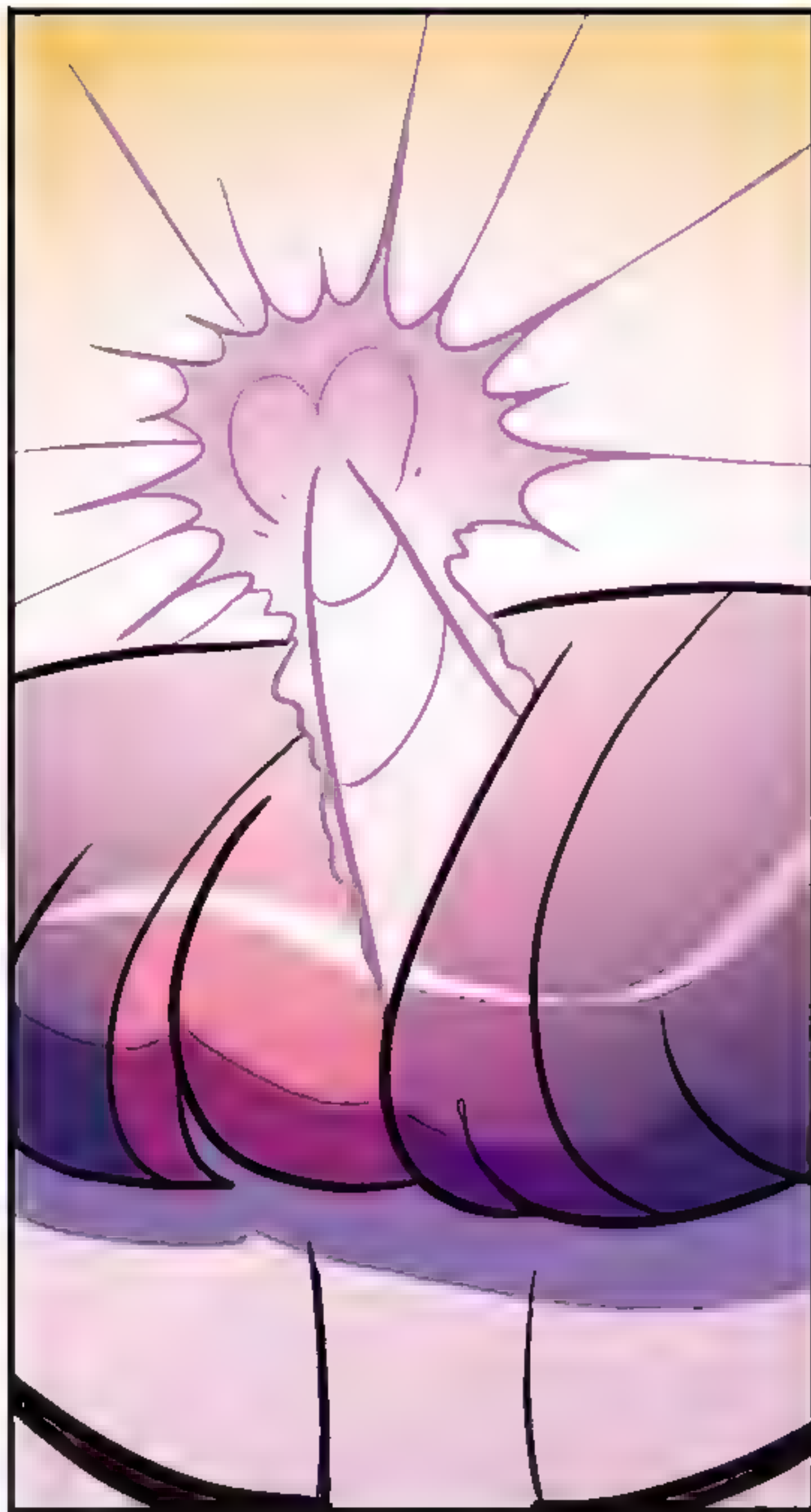




WHAT DOES THAT EVEN MEAN?!



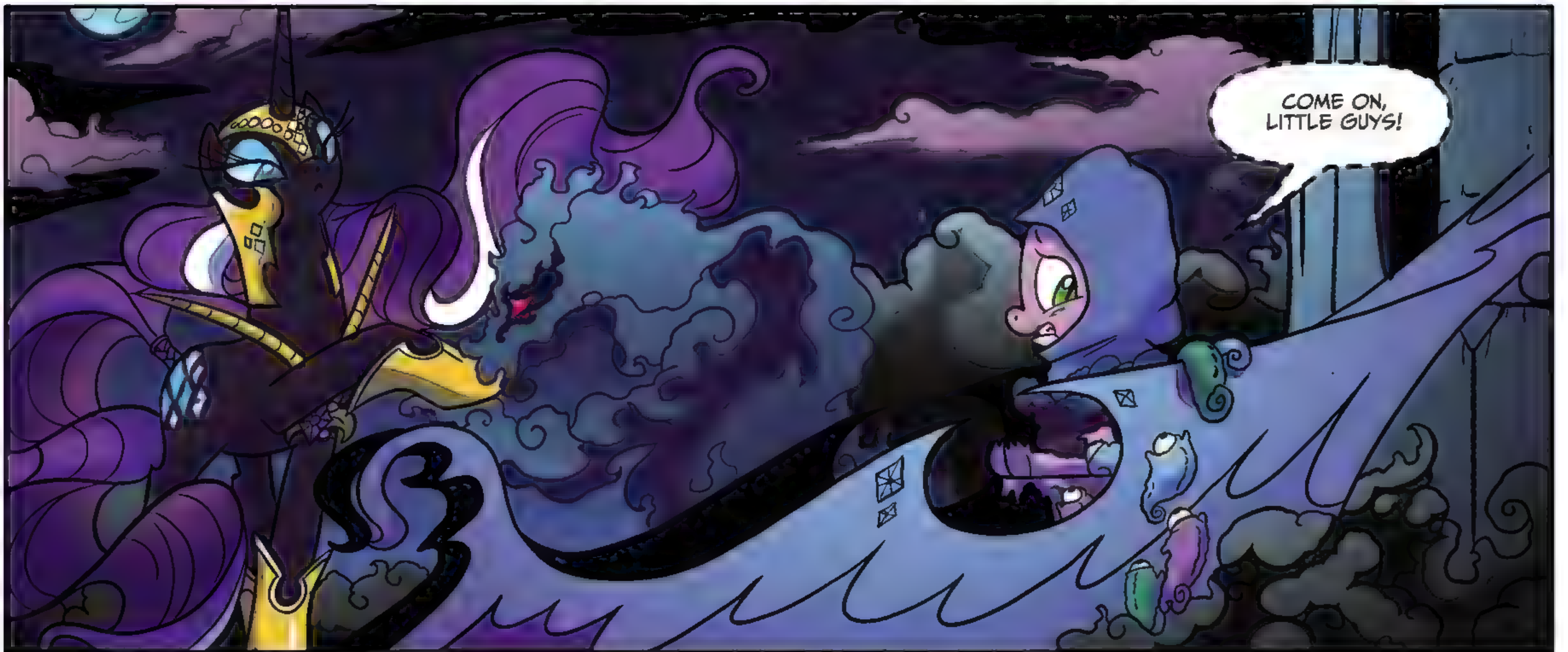




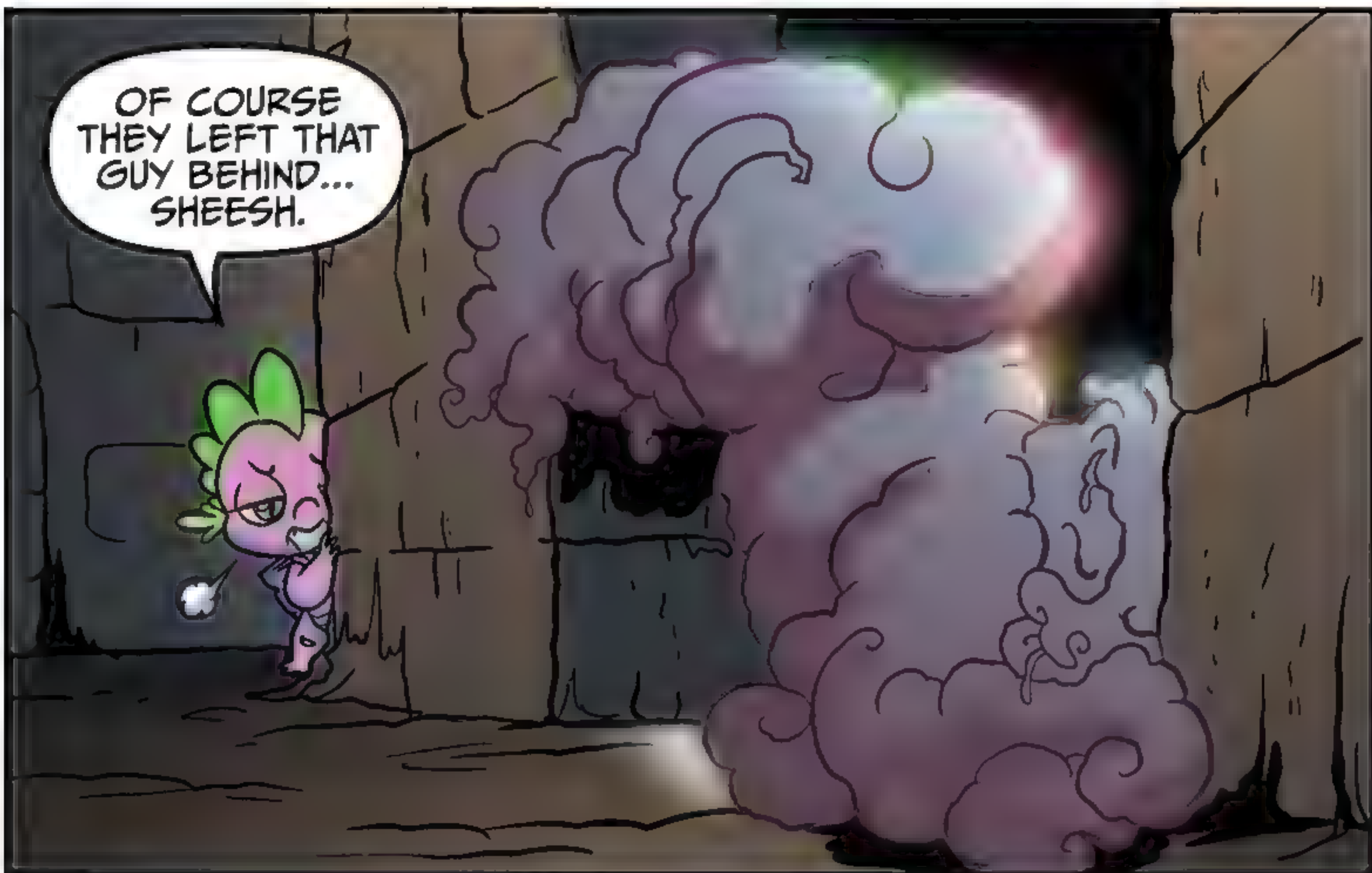




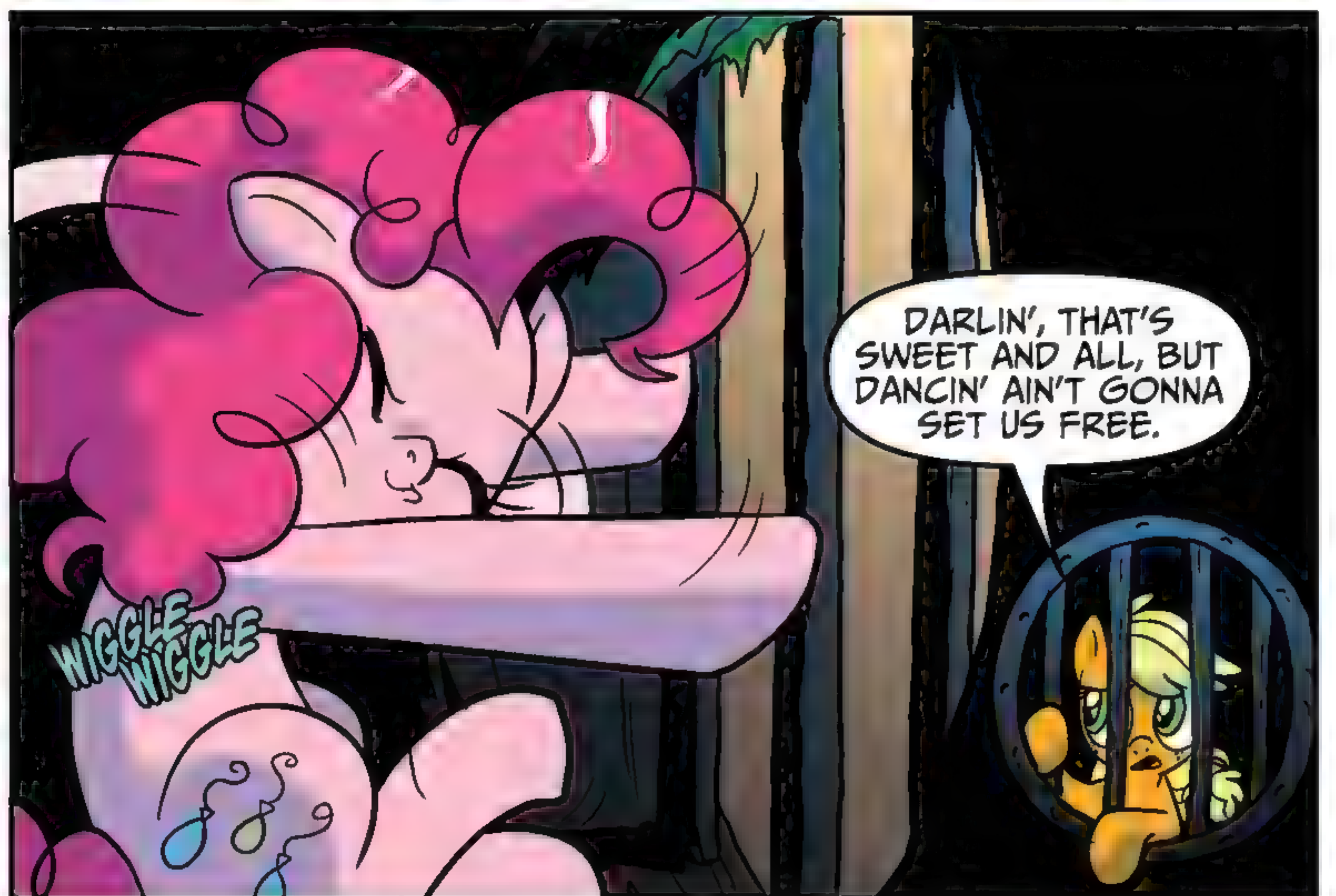




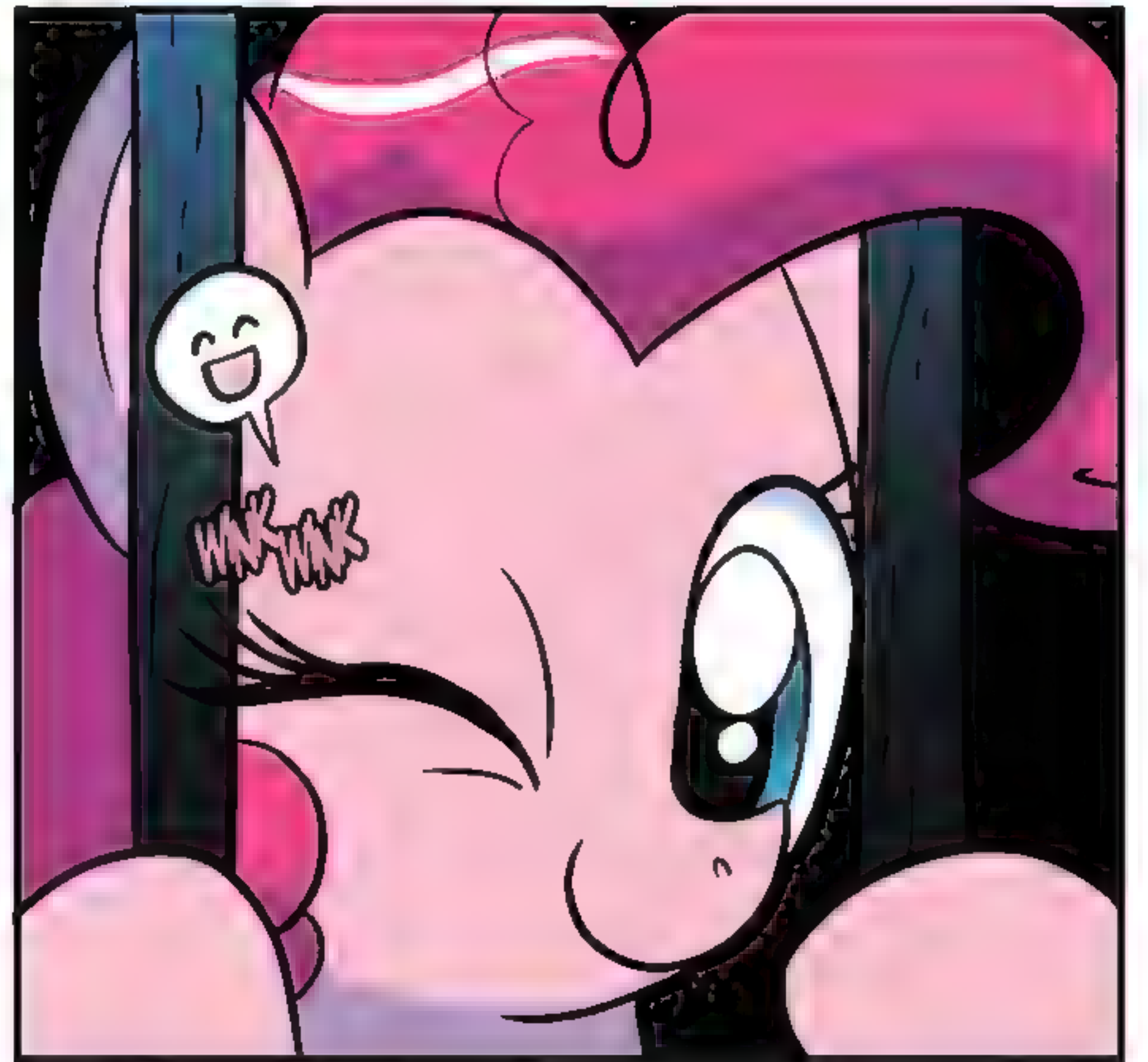
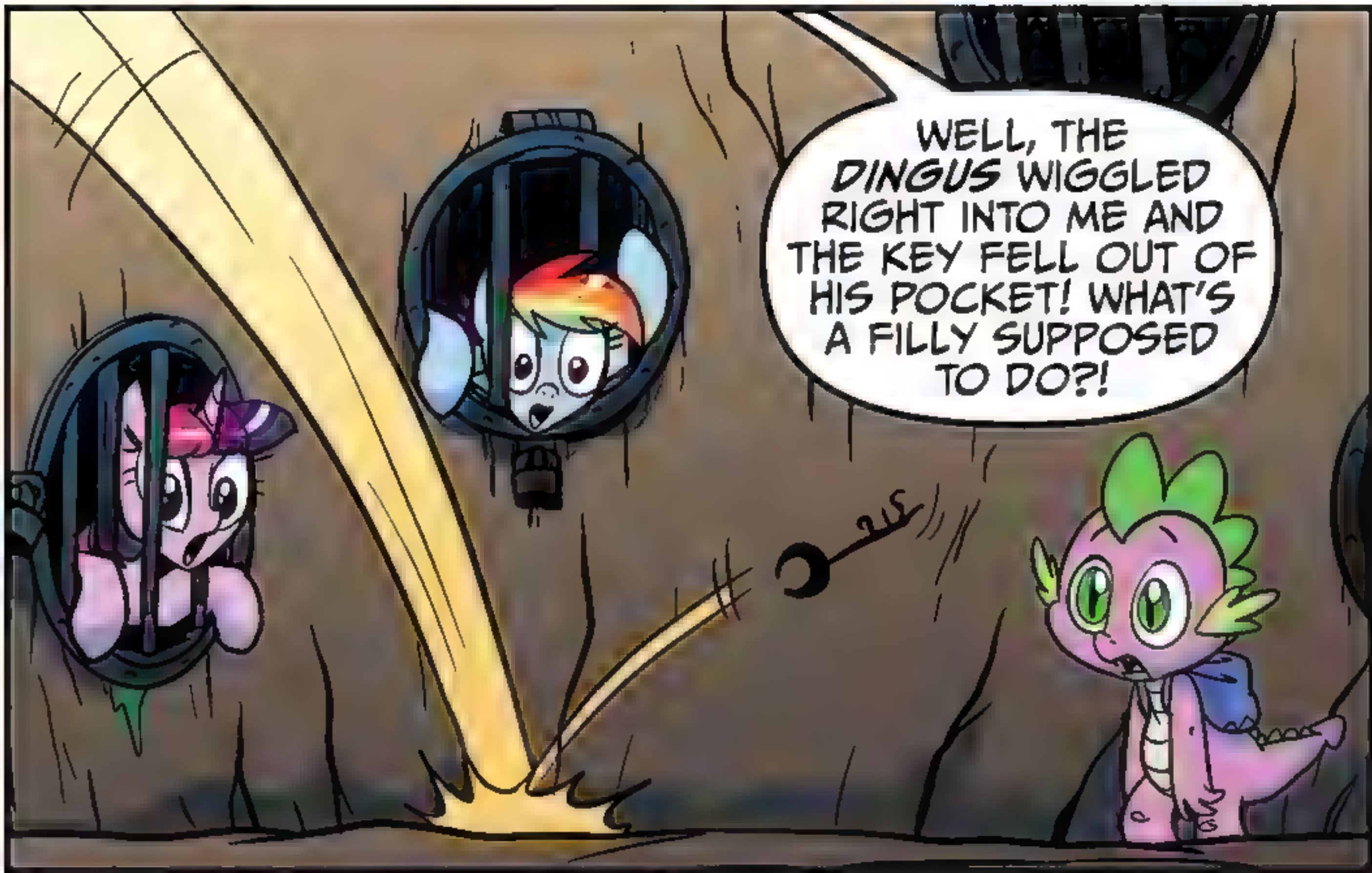
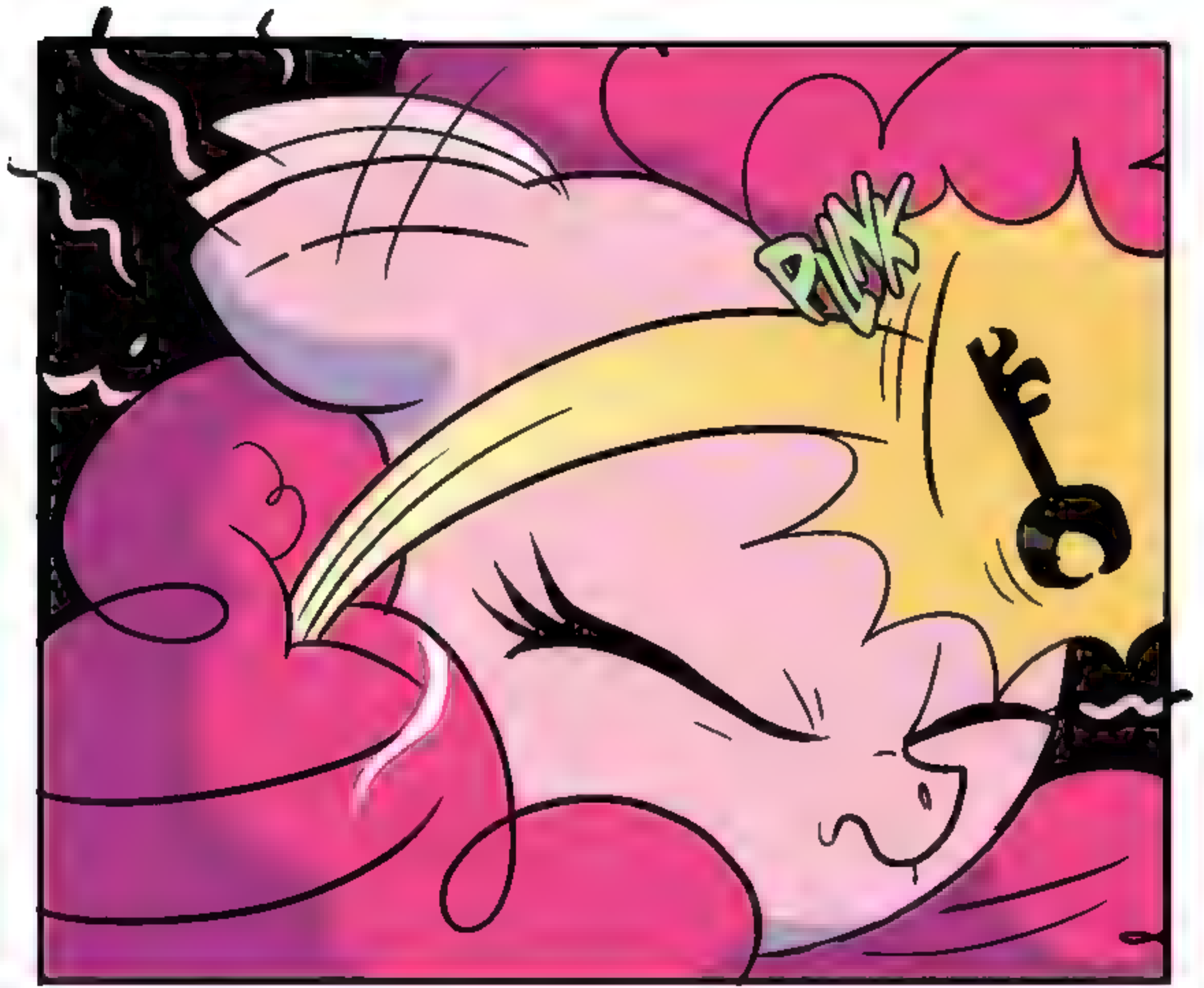
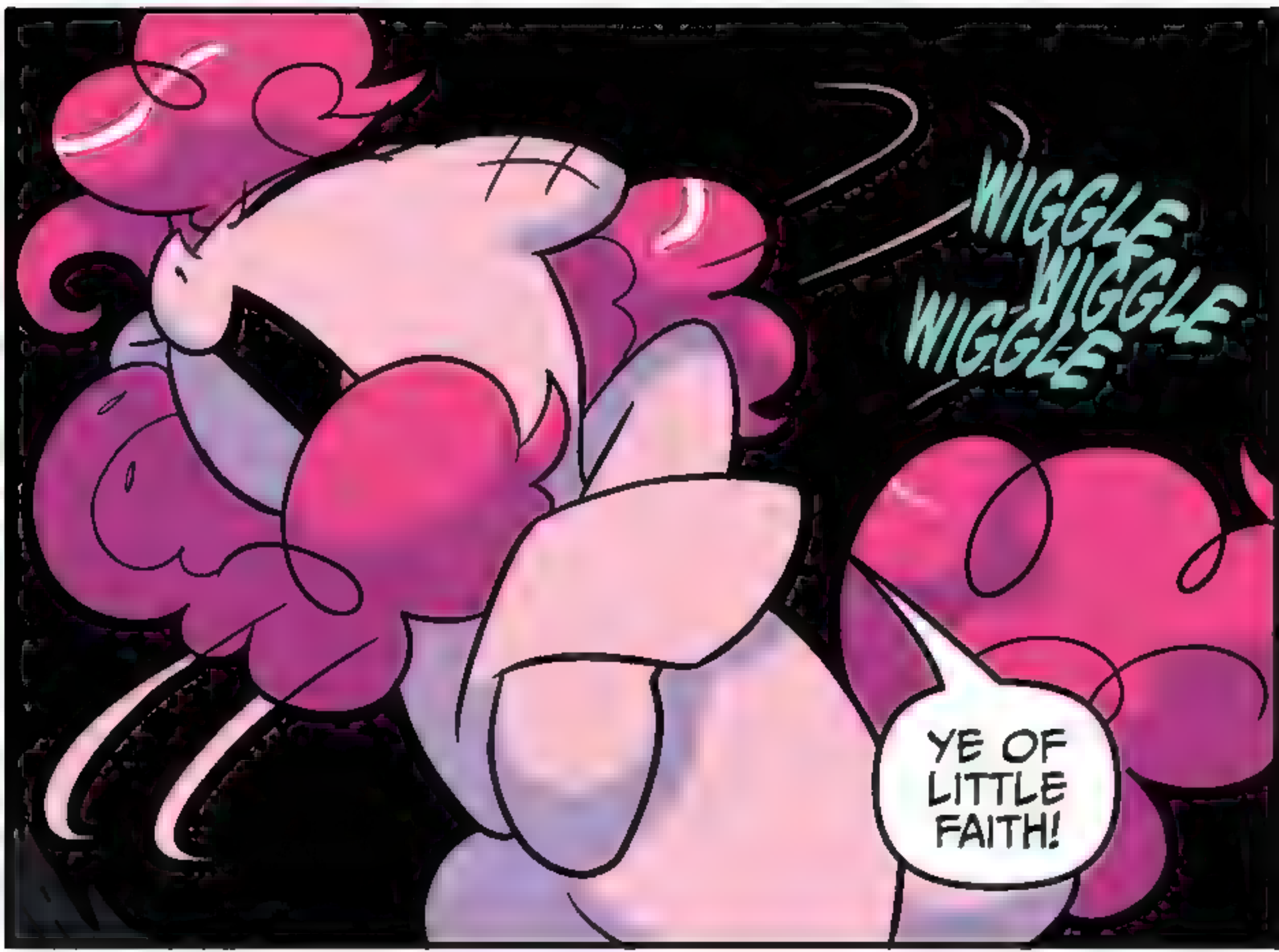




















MEANWHILE, IN PONYVILLE...



SISTER? WHAT'S WRONG? WE NEED TO FOCUS. TO LEAD THEM.



NOTHING IS WRONG. I WILL SAVE THESE PONIES—NO MATTER WHAT.



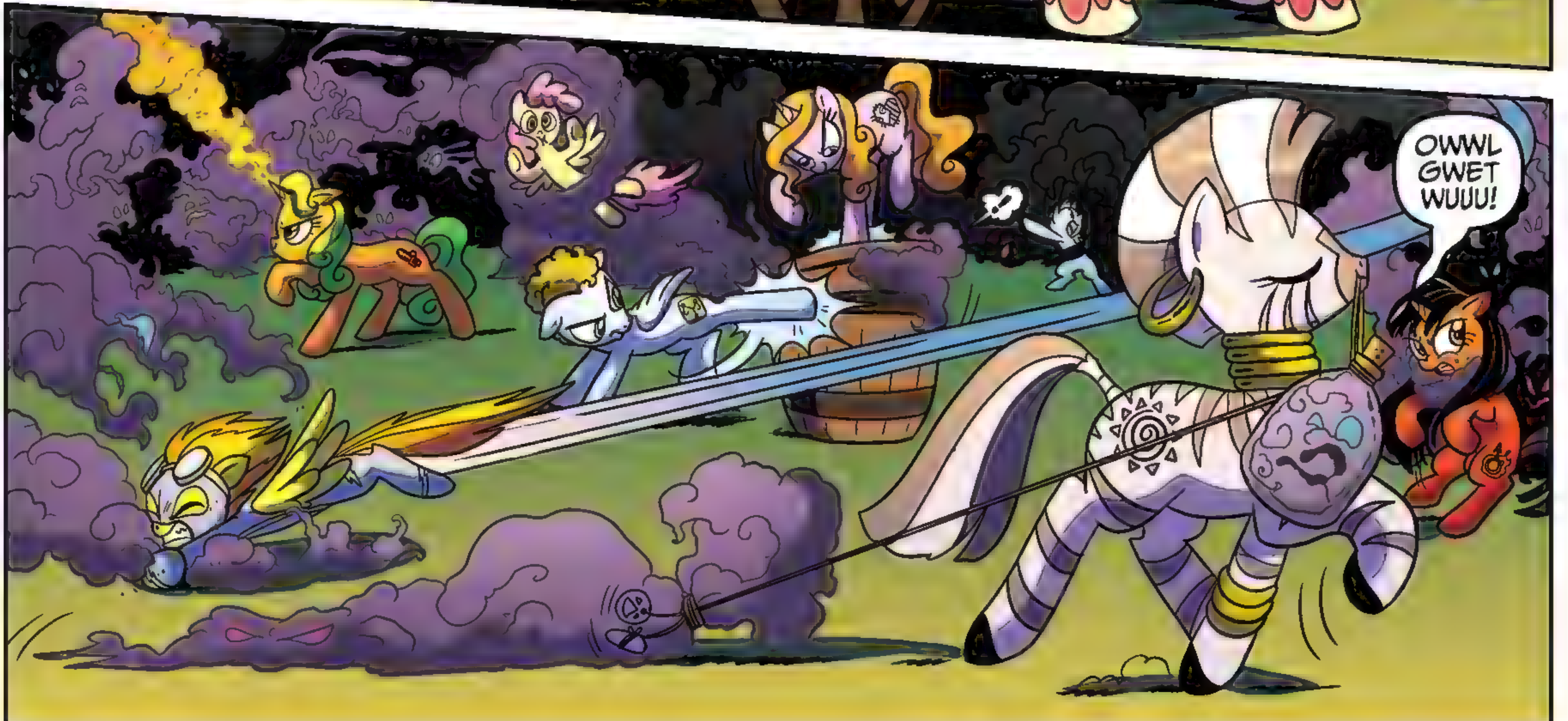
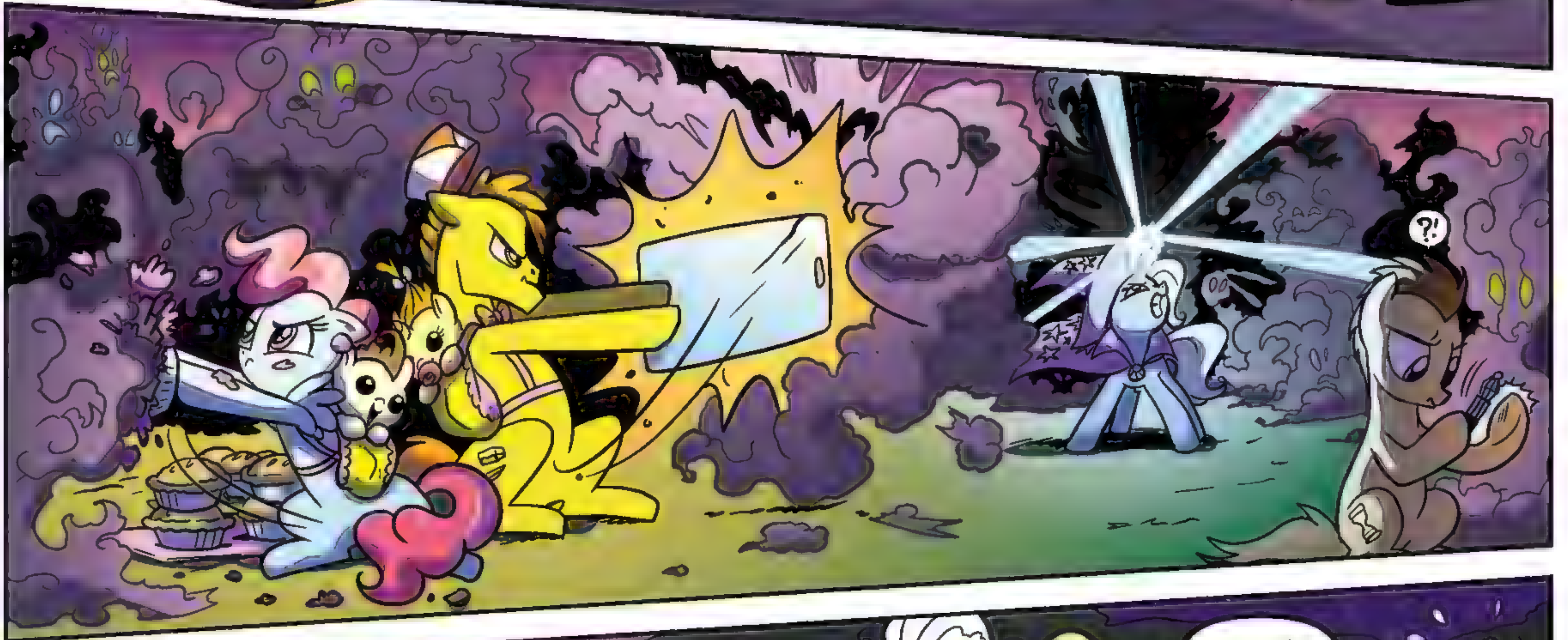
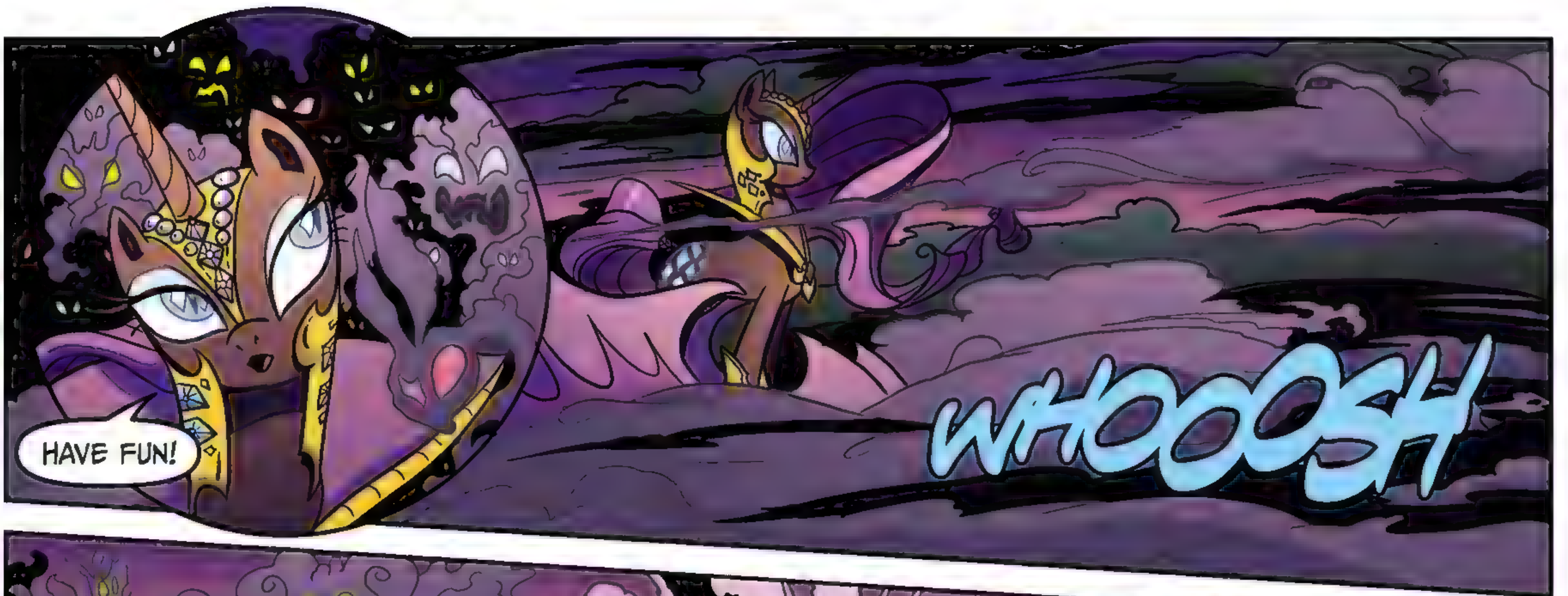
REALLY, MUST WE GO THROUGH ALL OF THIS AGAIN? BOR-RING.



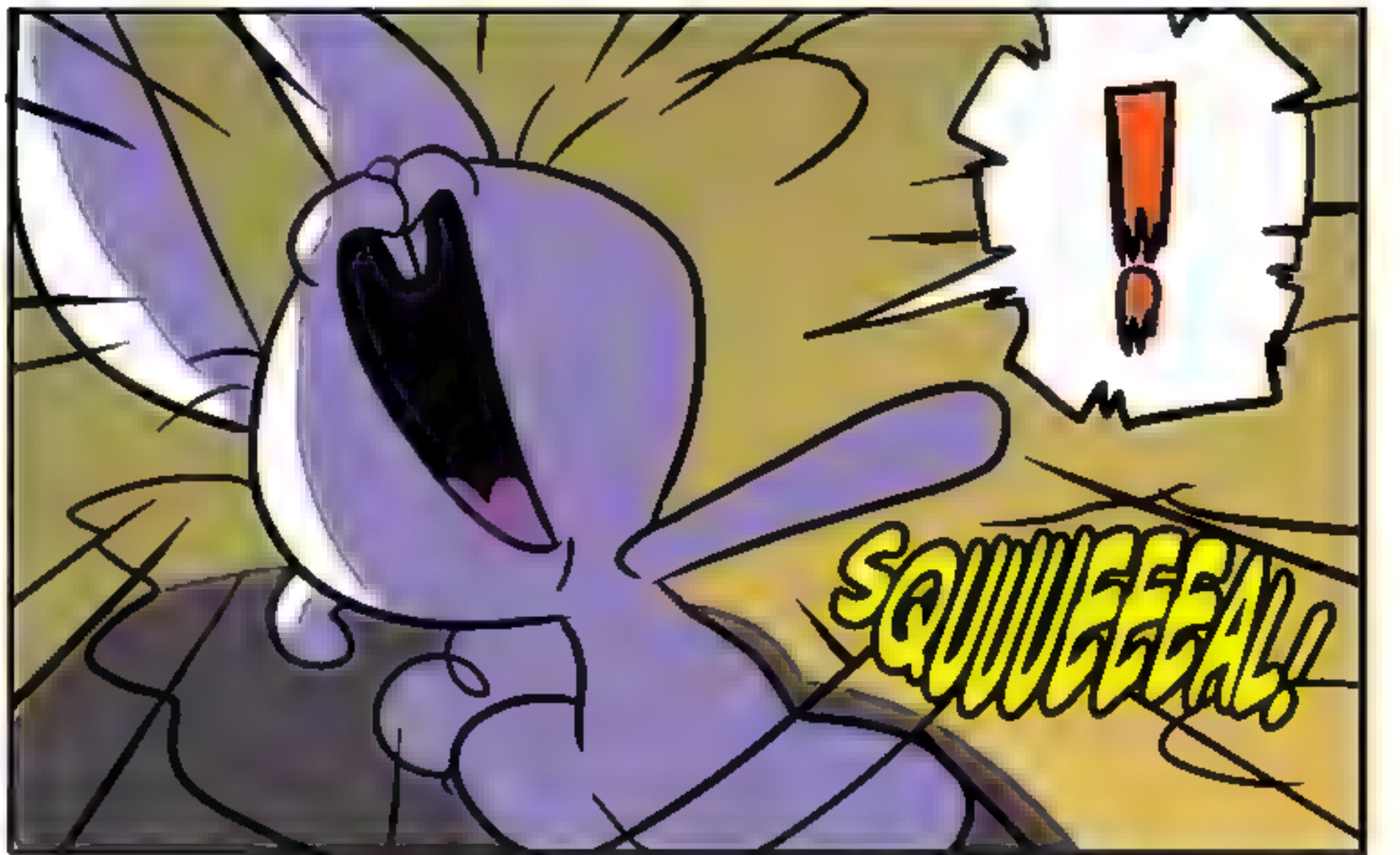
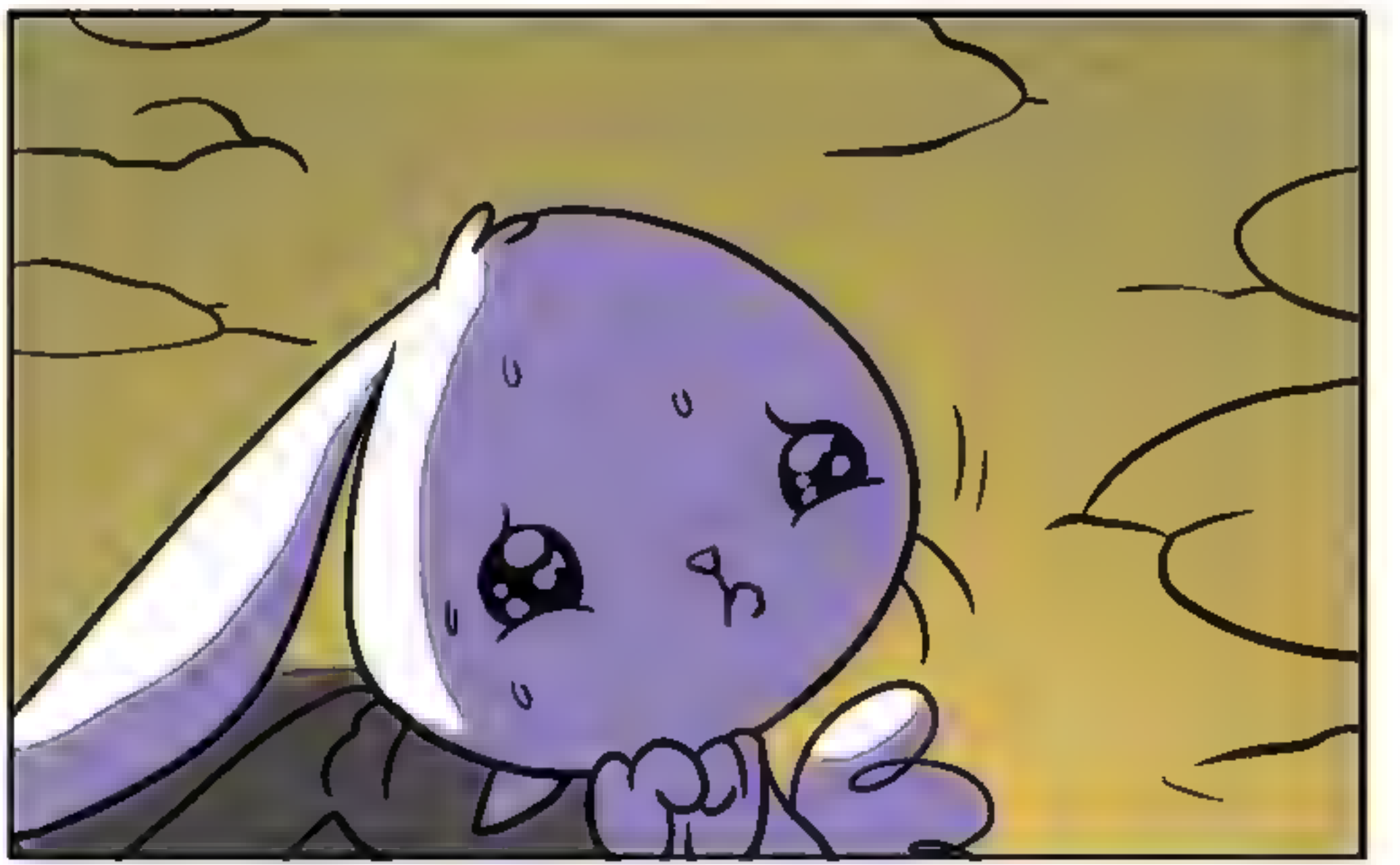
STILL TRYING TO FIGHT BACK YOUR FEAR AND ANGER, LUNA? TSK-TSK. GIVE INTO THE DARKNESS! JOIN THE PARTY.

I WILL DEFEAT YOU! ALONE!

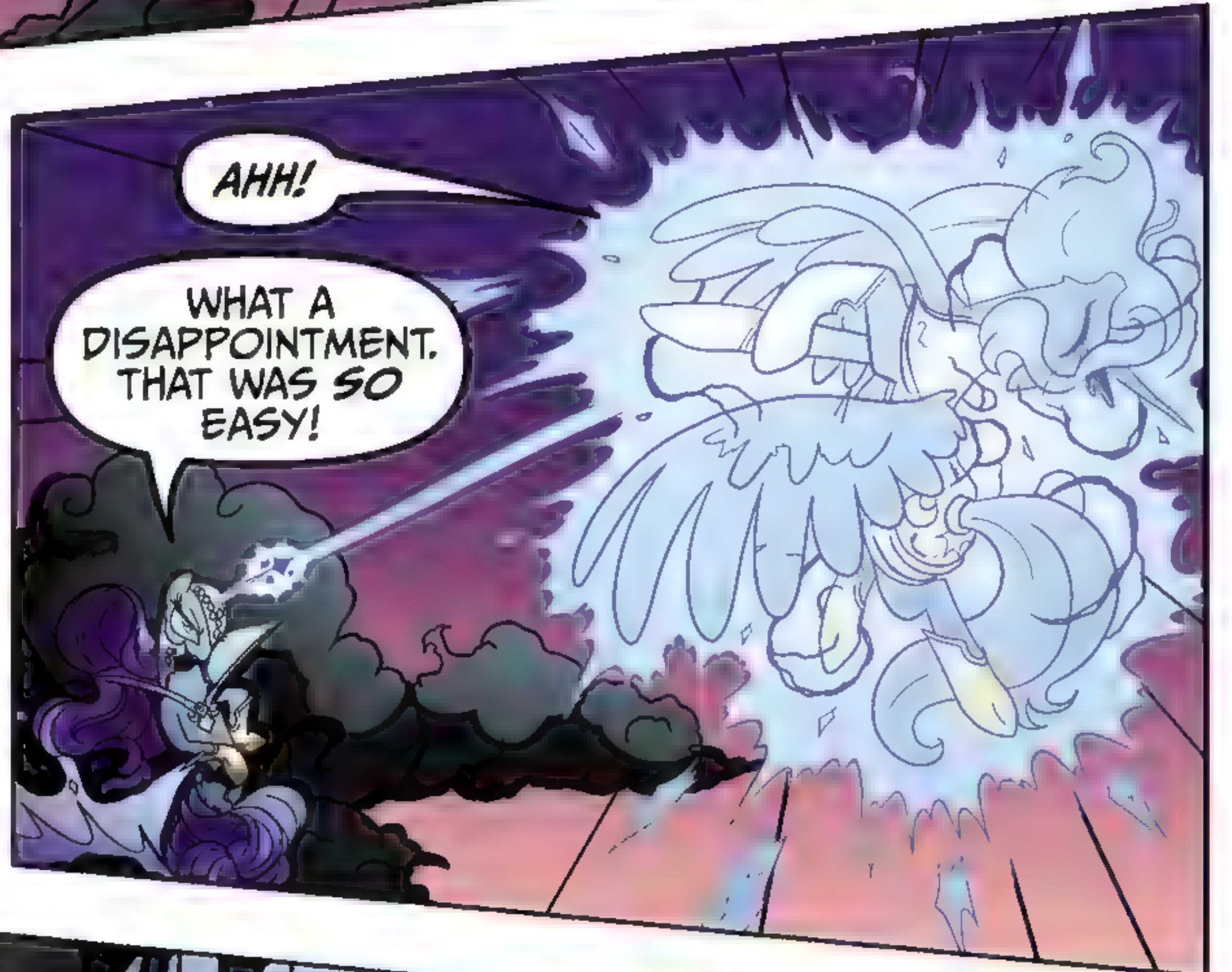
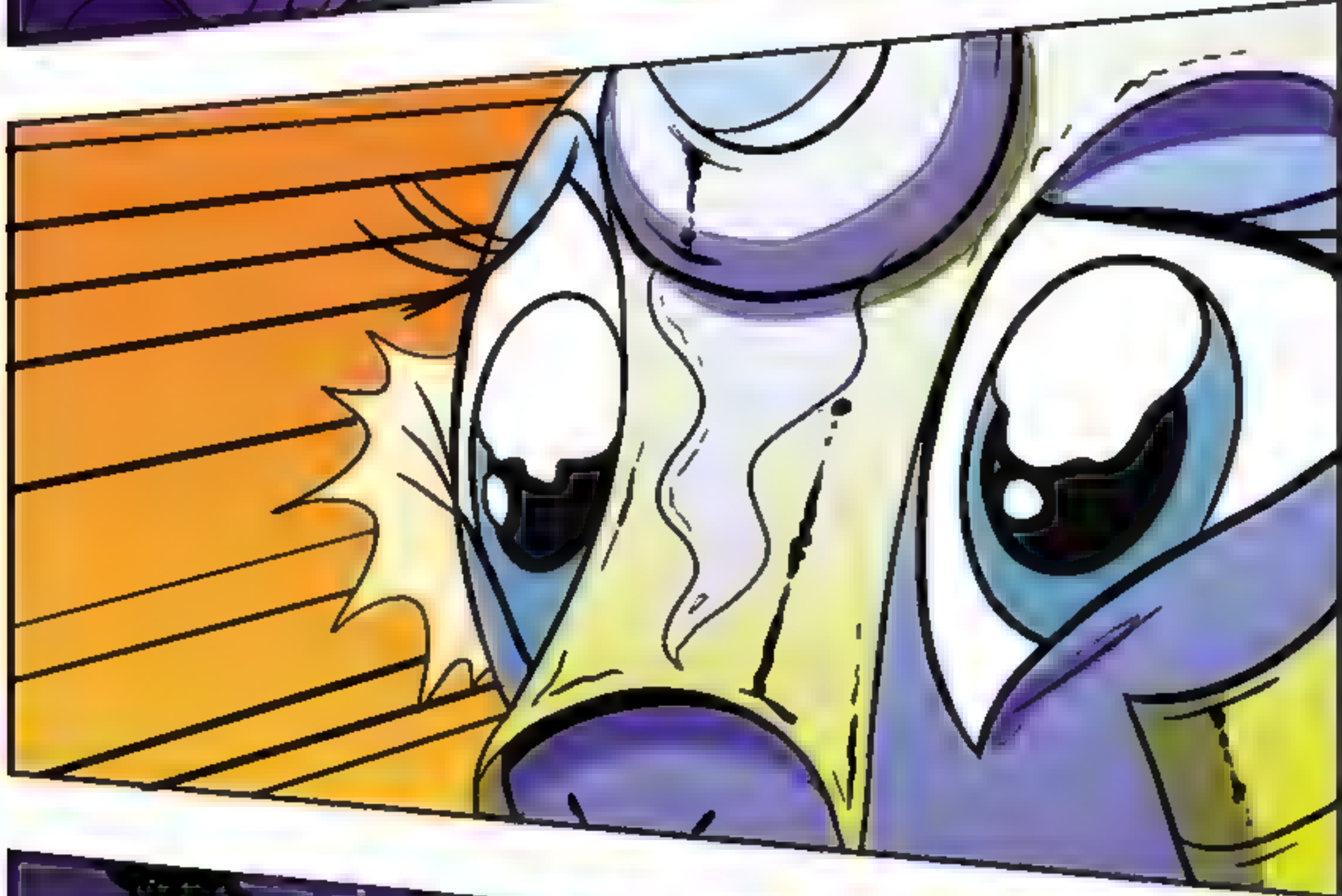








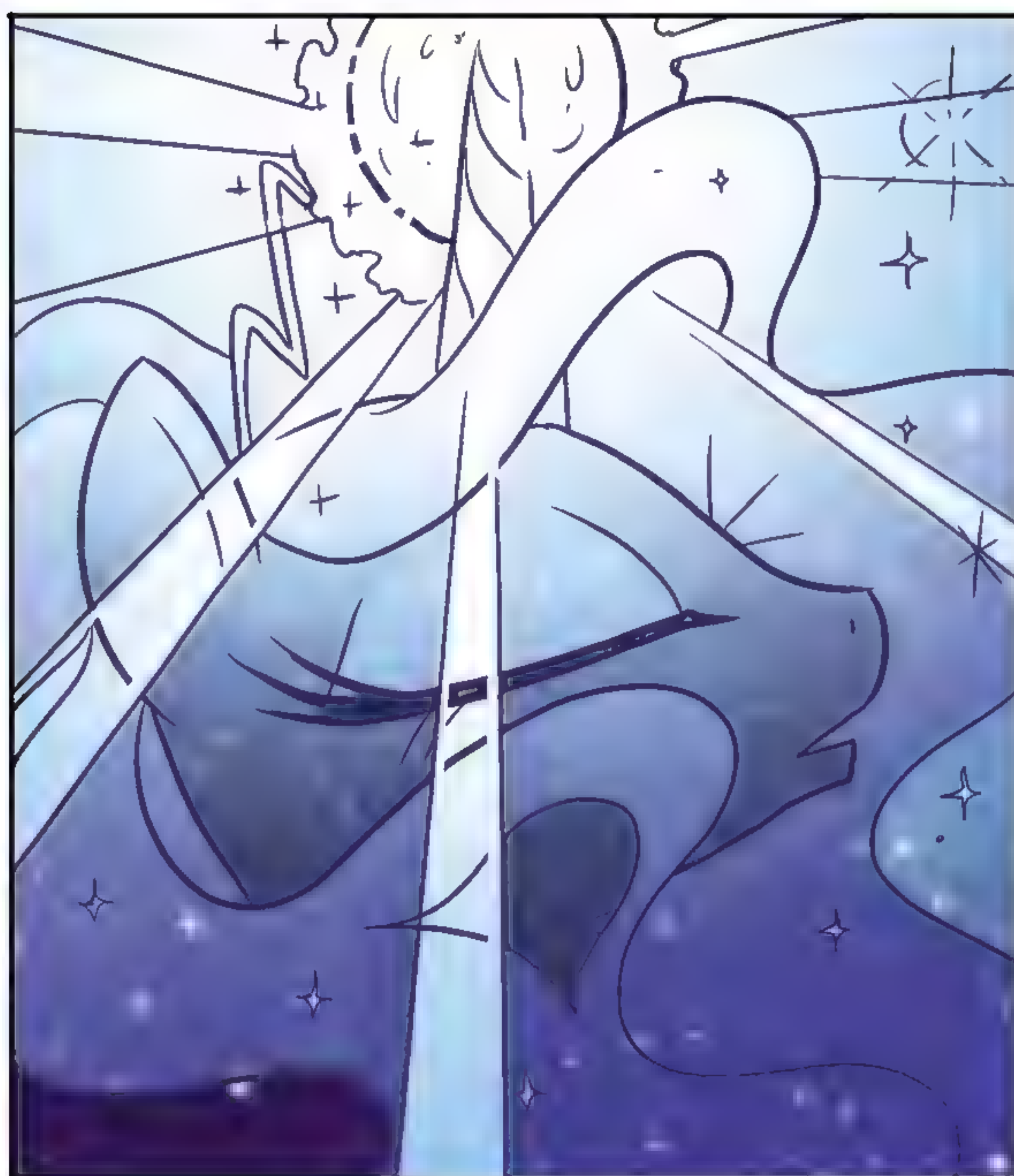
















TOGETHER  
WE WILL DEFEAT THE  
NIGHTMARE ENERGY,  
AND IT WILL NEVER  
HURT ANYPONY  
EVER AGAIN!



YOU ARE ALL  
FOOLS! LOVE! TRUST!  
FRIENDSHIP! BLEH!  
TRY POWER! FEAR!  
DARKNESS!



YOU CAN'T BE  
RARITY. SHE WOULD  
NEVER SAY SUCH AN  
AWFUL THING! ... BUT  
WHY DO YOU FEEL  
LIKE HER?

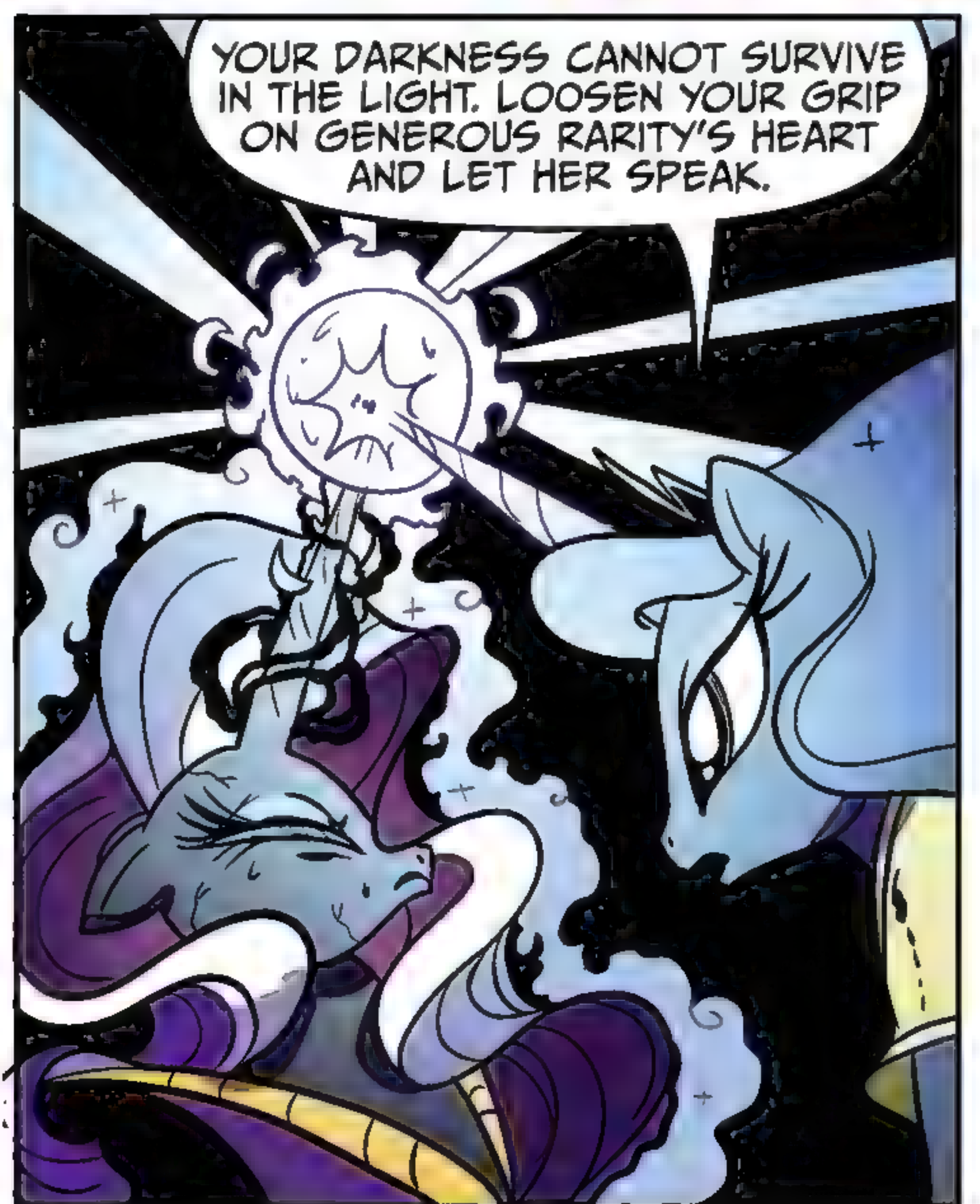
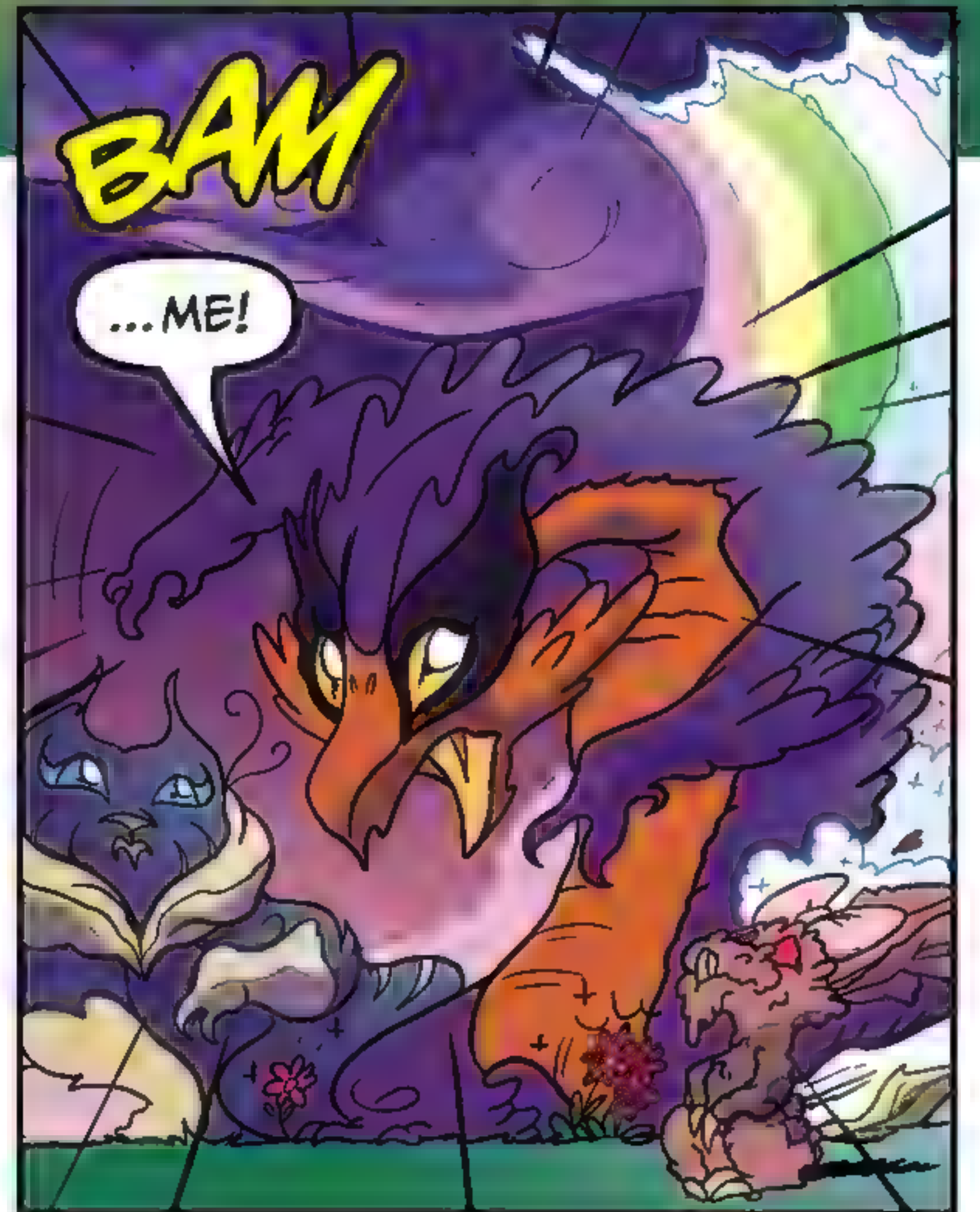


SWEETIE  
BELLE?













MY FRIENDS!  
YOU CAME FOR  
ME! YOU DIDN'T  
FORGET ME!

GEEZE, THOSE  
THINGS REALLY SUCKED  
ON YOUR BRAIN,  
DIDN'T THEY?



YOU MEAN,  
YOU DIDN'T REPLACE  
ME WITH AN  
ILL-FASHIONED PONY  
WITH BRACES?!

WHY  
WOULD WE  
DO THAT?

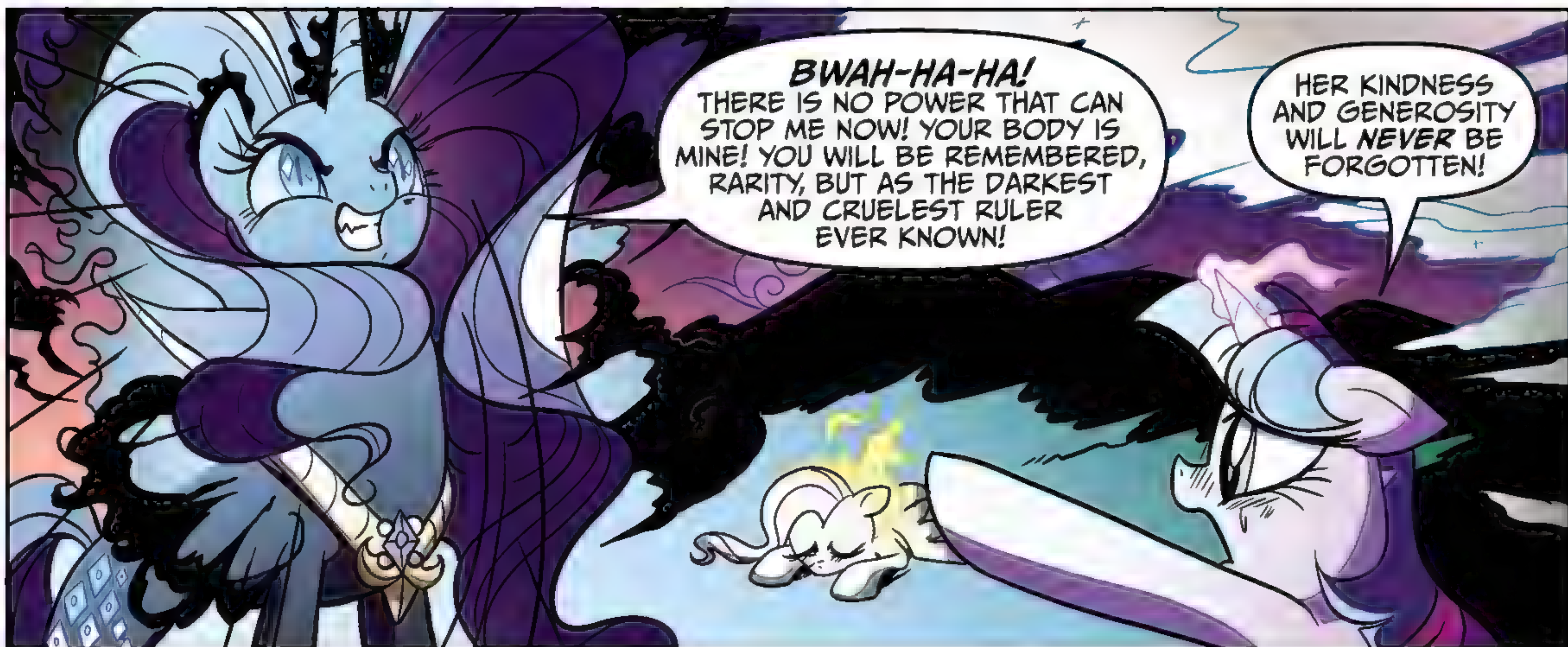


I THOUGHT THAT YOU'D  
FORGET ME IF I STOPPED  
BEING FABULOUS... I WANT  
TO HELP... ALWAYS!

RARITY!



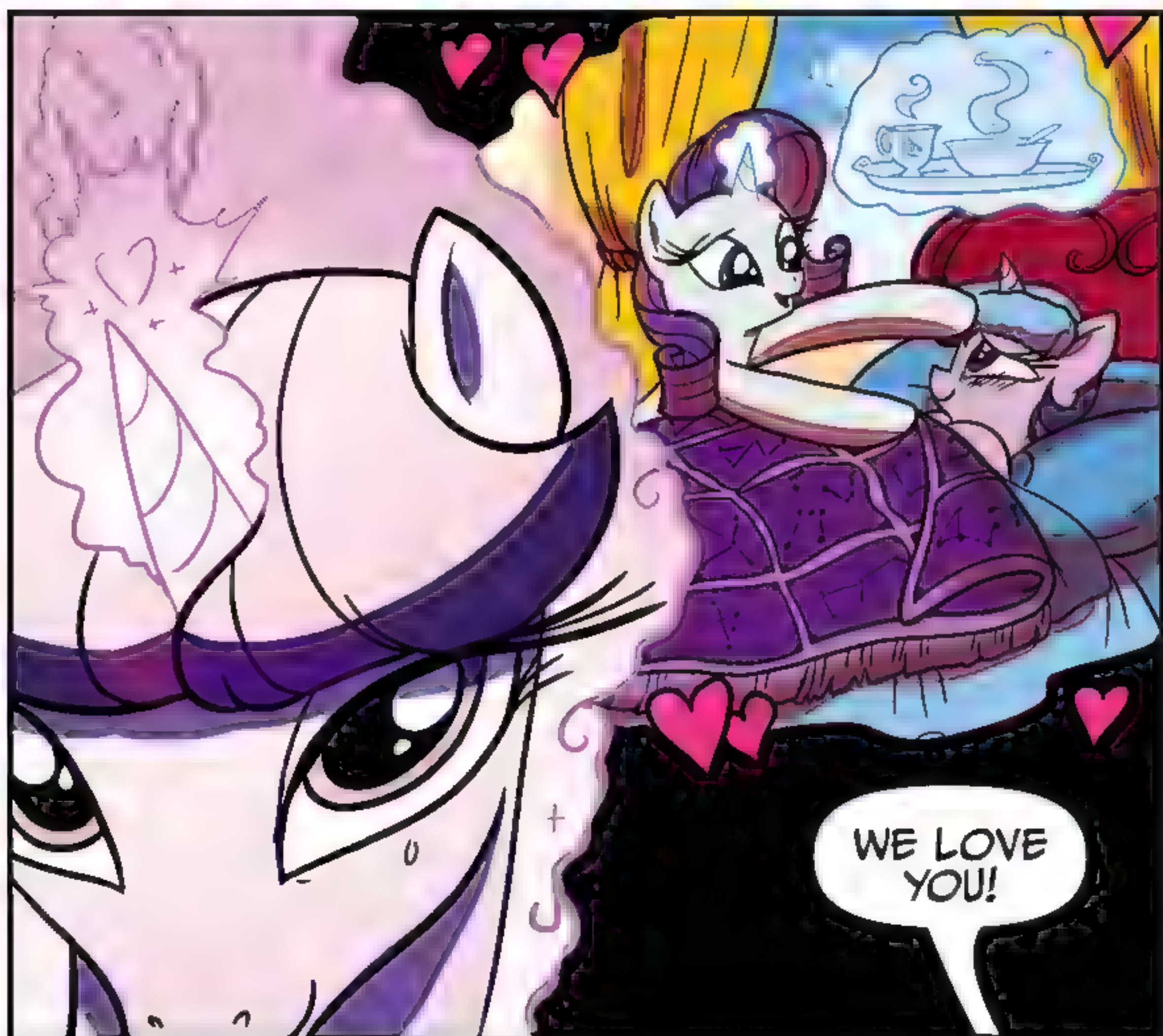
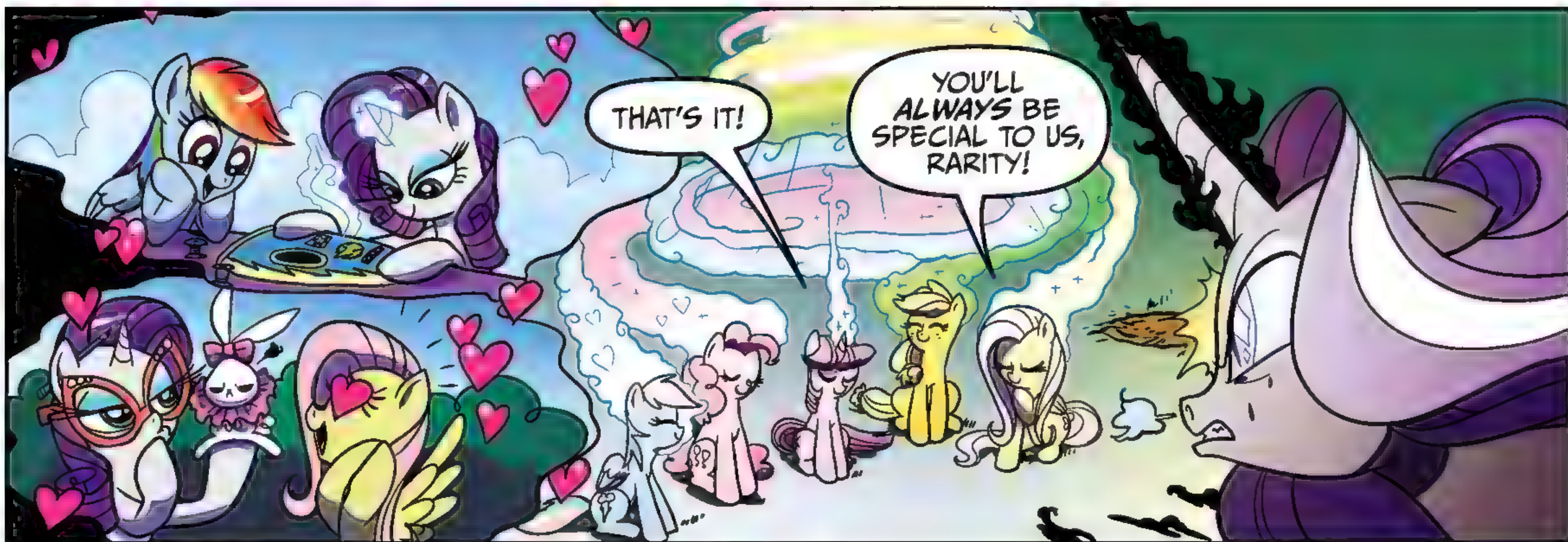
PLEASE, NO! I DON'T  
WANT TO GO BACK! IT WAS  
SO COLD AND LONELY—AND  
I WASN'T HELPING ANYPONY!  
I WAS HURTING THEM.  
HELP!



**BWAH-HA-HA!**  
THERE IS NO POWER THAT  
CAN STOP ME NOW! YOUR BODY IS  
MINE! YOU WILL BE REMEMBERED,  
RARITY, BUT AS THE DARKEST  
AND CRUELEST RULER  
EVER KNOWN!

HER KINDNESS  
AND GENEROSITY  
WILL NEVER BE  
FORGOTTEN!

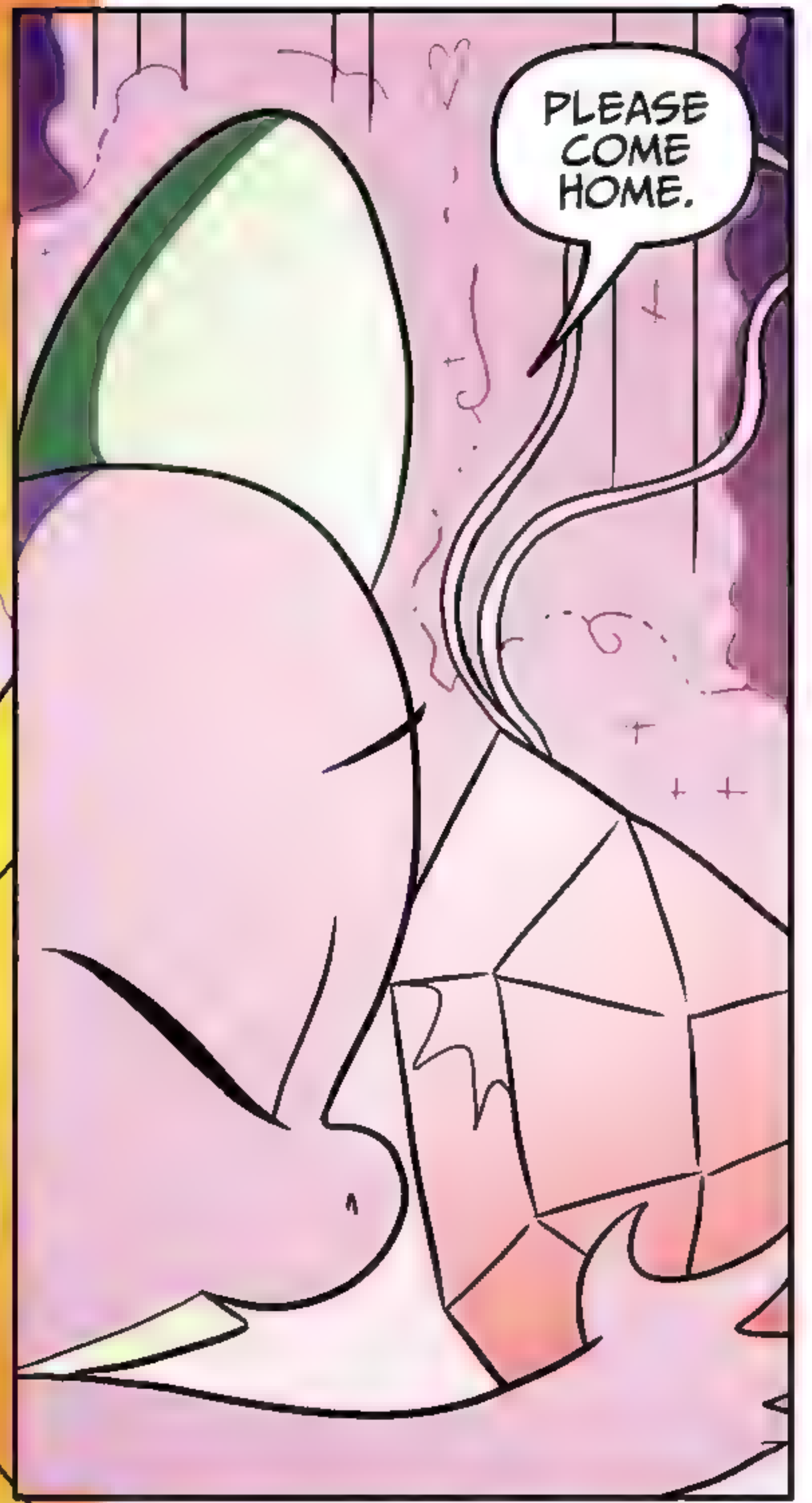




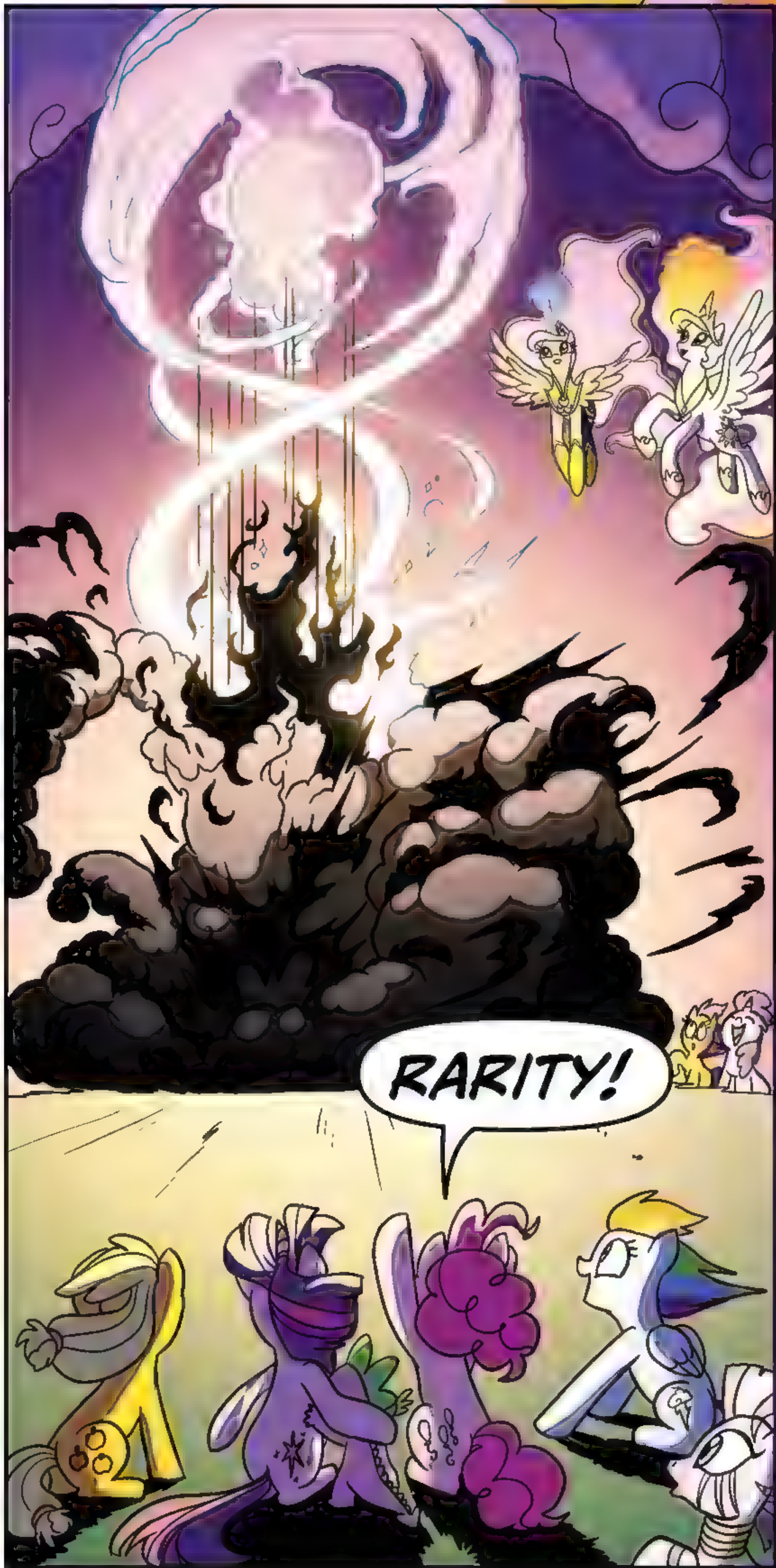




YOU MEAN EVERYTHING TO ME.



PLEASE COME HOME.



RARITY!



HOW COULD I HAVE BEEN SO FOOLISH? I BELIEVED THEIR LIES AND LET INSECURITY GET THE BETTER OF ME. ME, OF ALL PONIES!

THAT'S ONE NIGHTMARE THAT WILL NEVER COME TRUE!



THANK YOU ALL FOR REMINDING ME—

REMINDING US—

REMINDING US THAT EVERYPONY IS IRREPLACEABLE TO THEIR TRUEST FRIENDS.







# Art Gallery



art BY Stephanie Buscema





art BY Andy Price





art BY Amy Mebberson





art BY Stephanie Buscema









art BY Amy Mebberson





art BY Stephanie Buscema









art BY Amy Mebberson





AMF!  
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